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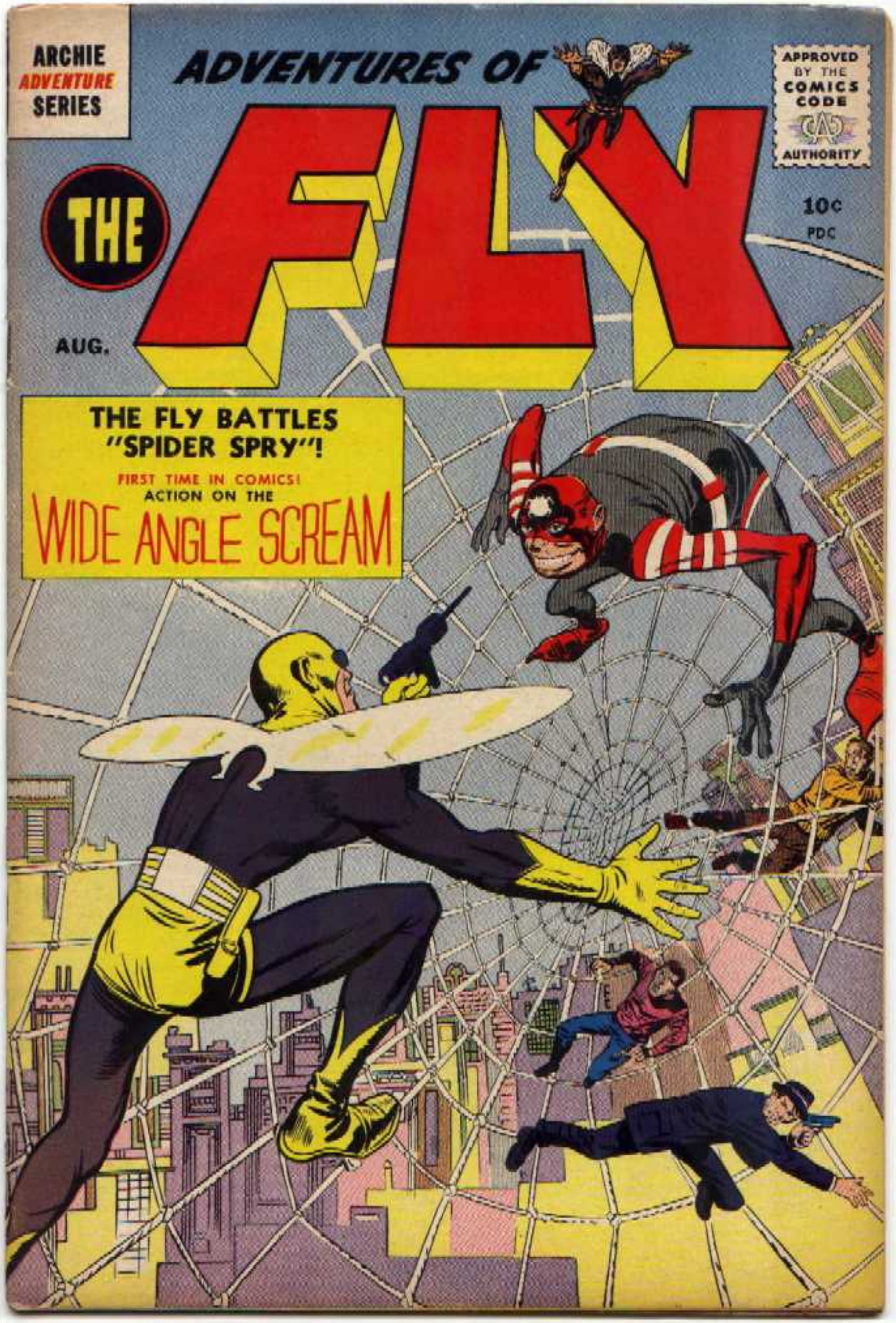

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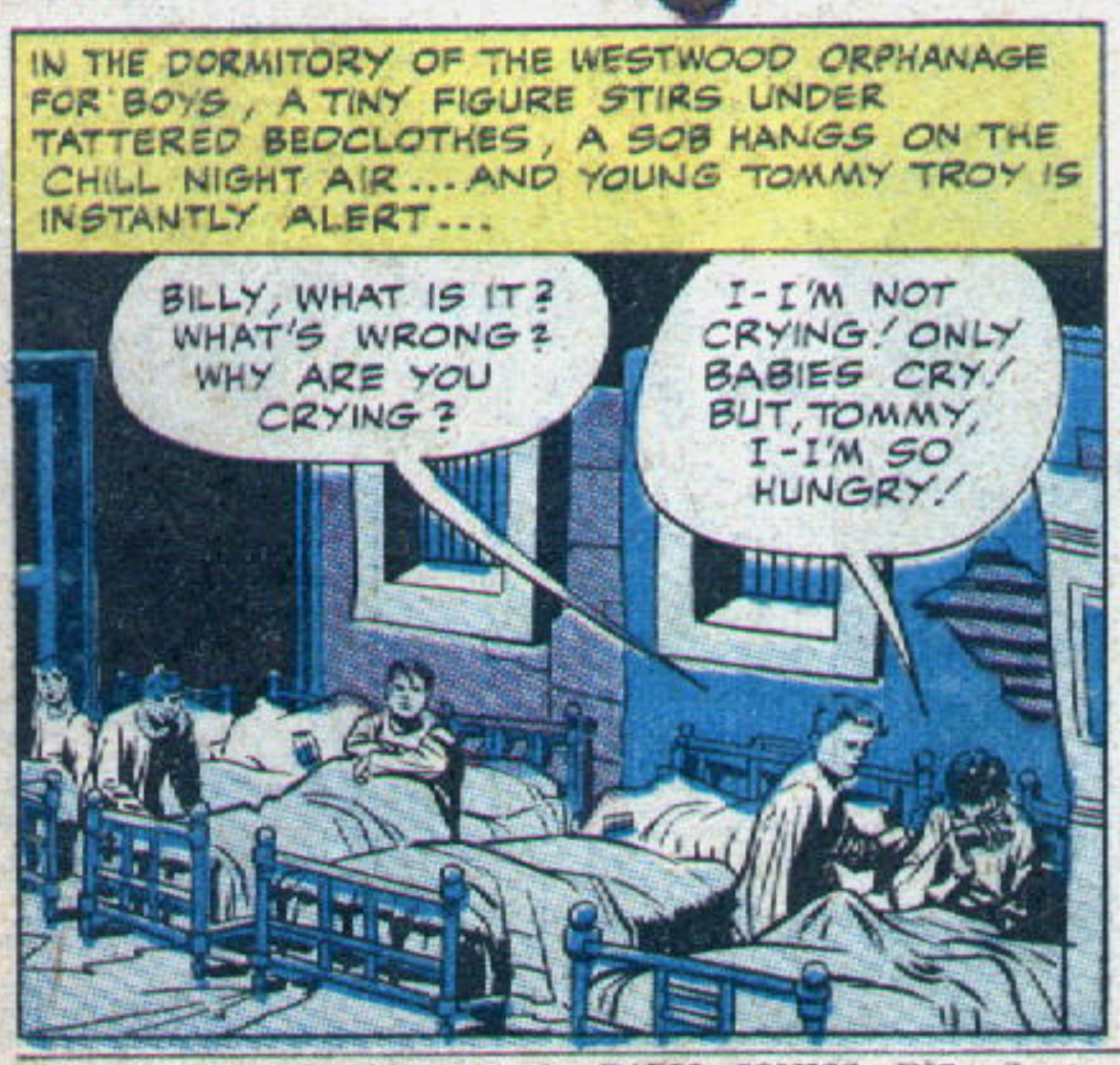
THE STRANGE NEW WORLD OF THE FLY



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THE RAGGED, HALF-STARVED, HALF-FROZEN LITTLE GROUP CROWDS AROUND TOMMY...AND SUDDENLY HE MAKES A DECISION!

BUT AT LEAST WE CAN TRY! WHERE ARE MY CLOTHES? I'M GOING TO HIS OFFICE TO TALK TO HIM!

HIS OFFICE! TOMMY, YOU CAN'T! WE'RE SUPPOSED TO BE ASLEEP! H-HE'LL PUNISH YOU FOR BREAKING THE RULES!

BUT SOMETIMES RULES MUST BE BROKEN! IN A FEW MOMENTS, TOMMY IS ON HIS WAY!

THE CORRIDOR IS DARK AND THE SHADOWS SEEM TO REACH WITH CLUTCHING FINGERS, BUT TOMMY GOES ON! HE REACHES A DOOR, RAISES HIS HAND TO KNOCK...AND *FREEZES*...

BUT I'VE BEEN PAYING YOU, McCOY! I CAN'T STEAL ANYMORE OUT OF THE ORPHANAGE FUNDS! THE KIDS ARE HALF-STARVED NOW!

WHO CARES? LET 'EM STARVE! I RUN A GAMBLING HOUSE, NOT A CHARITY BAZAAR!

AARON CREACHER SUP'T.

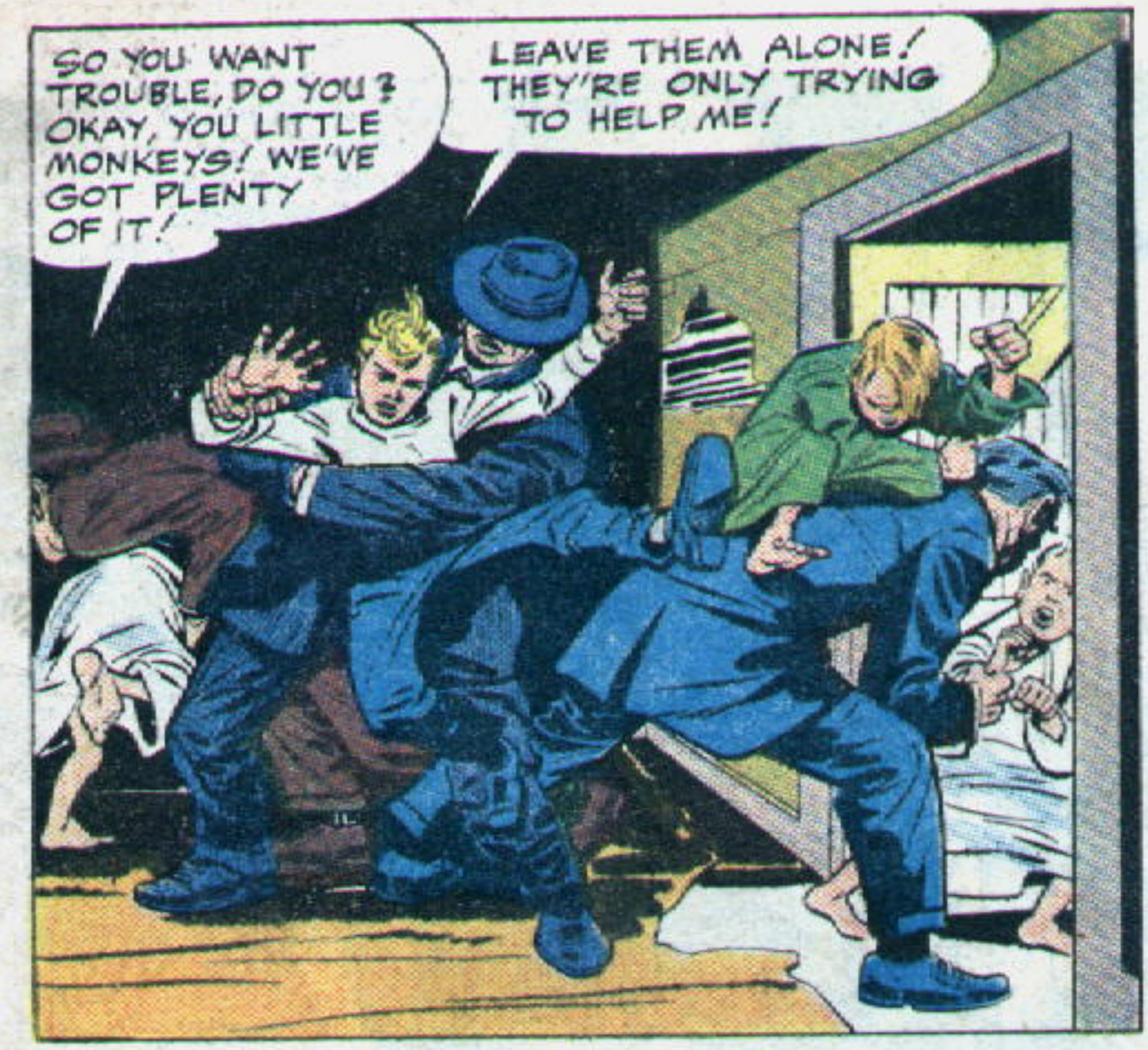
THIS IS JUST A SAMPLE, CREACHER! YOU'VE LOST A PILE OF DOUGH IN MY PLACE! I WANT CASH... NOT I.O.U.S!

BLASTER! LOOK!

STOP, BRAT!

NO! DON'T HIT TOMMY!

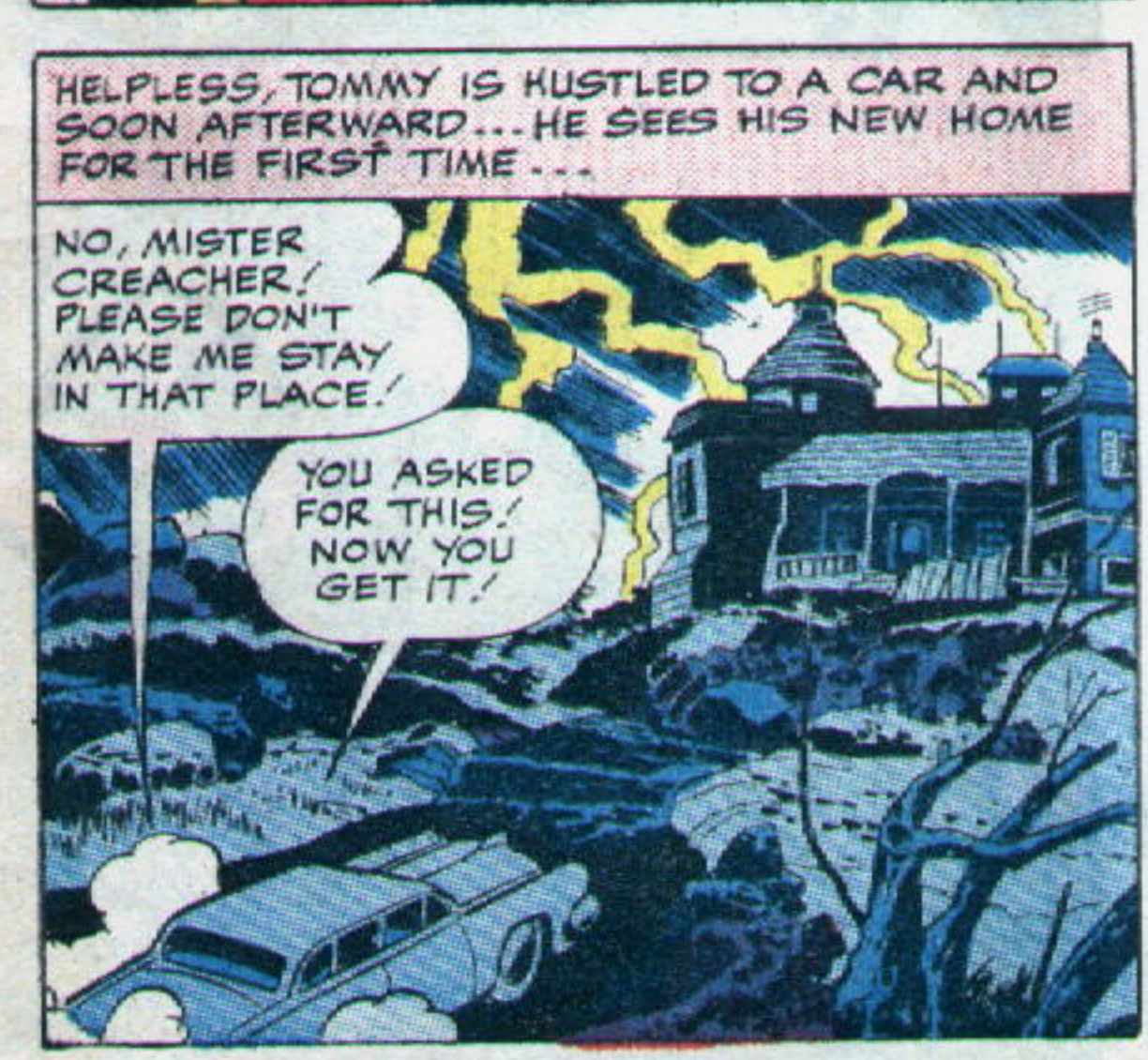
SPY ON US, WILL YOU?

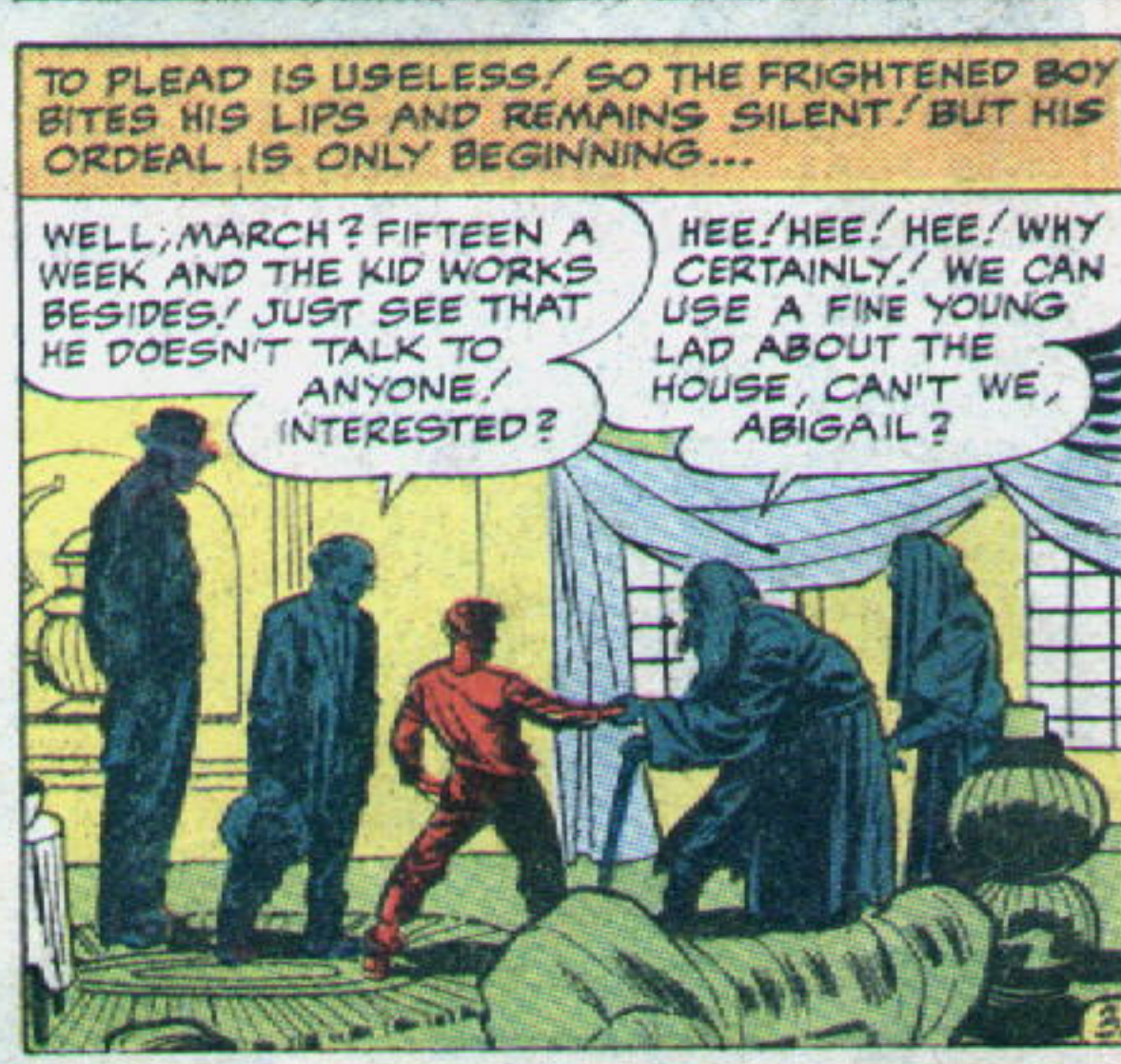

SO YOU WANT TROUBLE, DO YOU? OKAY, YOU LITTLE MONKEYS! WE'VE GOT PLENTY OF IT!
LEAVE THEM ALONE! THEY'RE ONLY TRYING TO HELP ME!

FOR A FEW MOMENTS ALL IS CONFUSION, THEN, THE ONE-SIDED BATTLE ENDS!
THEY'RE ALL LOCKED IN! DON'T HURT HIM, McCOY... THERE'D BE AN INVESTIGATION!
THE LITTLE SNOOPER HEARD PLENTY, CREACHER! YOU GOT ANY IDEAS?

I CAN HANDLE THAT! WE HIRE KIDS OUT TO WORK... AND THERE'S A COUPLE I KNOW WHO'D BE TICKLED TO HAVE THIS ONE... BEN AND ABIGAIL MARCH!
THE OLD PAIR WHO LIVE IN THAT WEIRD-LOOKING HOUSE IN TOWN? I'VE HEARD OF THEM!

WHO HASN'T? THAT OLD HOUSE OF THEIRS IS SUPPOSED TO BE HAUNTED! THEY'RE THE LAST OF A LONG LINE OF WITCHES AND WIZARDS ACCORDING TO THE STORIES!
WIZARDS! HOGWASH! BUT THE WAY I HEAR IT, THEY NEVER GO OUT... NEVER SEE ANYBODY! THAT WOULD BE A GOOD DEAL IN THIS CASE!


HELPLESS, TOMMY IS HUSTLED TO A CAR AND SOON AFTERWARD... HE SEES HIS NEW HOME FOR THE FIRST TIME...
NO, MISTER CREACHER! PLEASE DON'T MAKE ME STAY IN THAT PLACE!
YOU ASKED FOR THIS! NOW YOU GET IT!


TO PLEAD IS USELESS! SO THE FRIGHTENED BOY BITES HIS LIPS AND REMAINS SILENT! BUT HIS ORDEAL IS ONLY BEGINNING...
WELL, MARCH? FIFTEEN A WEEK AND THE KID WORKS BESIDES! JUST SEE THAT HE DOESN'T TALK TO ANYONE! INTERESTED?
HEE! HEE! HEE! WHY CERTAINLY! WE CAN USE A FINE YOUNG LAD ABOUT THE HOUSE, CAN'T WE, ABIGAIL?

UNDER THE EVER CONSTANT WATCH OF THE MARCH COUPLE, TOMMY WORKS LIKE A DRUDGE IN THEIR HOUSEHOLD...

HE'S LIKE AN EVIL OLD SORCERER... LIKE THE KIND YOU READ ABOUT IN BOOKS! AND HE SURE MAKES ME WORK!

MRS. MARCH IS A STRANGE ONE TOO! NO, THEY'RE NOT LIKE OTHER PEOPLE... THEY PUTTER ABOUT IN A ROOM IN THE ATTIC WHICH THEY KEEP LOCKED...

THAT ROOM UPSTAIRS... THAT'S WHERE THEY SAY THAT OLD MAN MARCH PRACTICES BLACK MAGIC!

DRAWN BY THE IRRESISTIBLE CURIOSITY OF ALL BOYS, TOMMY, ONE DAY FINDS THE ROOM IN THE ATTIC UNLOCKED...

TOMMY MOVES FURTIVELY ABOUT THE SHADOWY ROOM, TAKING IN THE EVIDENCE OF EXPERIMENTS IN FORBIDDEN FIELDS! BUT THE ATTIC IS HUGE, HOT, PILED WITH THE LITTER OF A CENTURY... AND TOMMY IS TIRED... SO TIRED...

I'VE GOT TO REST... SLEEPY... IF I CAN ONLY GET RID OF THESE FLIES...

HOURS PASS... WHEN TOMMY'S EYES OPEN ONCE AGAIN, THE CANDLE IS GUTTERING OUT... BUT SOMETHING GLEAMS IN THE DIM LIGHT...

A SPIDER! WHILE I WAS ASLEEP HE SPUN A WEB... TRIED TO TRAP THE FLIES... BUT THEY'VE ESCAPED.. BEHIND THIS STRANGE GLOWING THING...

WHY, IT'S A RING! GOSH, IT'S KEEN! SHAPED LIKE A BEE... OR A *FLY!* SURE IS A BEAUTY! I'M GONNA TRY IT ON!

NO SOONER DOES TOMMY PUT THE RING ON HIS FINGER, WHEN SUDDENLY THE ROOM IS PITCHED INTO DARKNESS AND...

WHAT'S HAPPENING? THE RING IS GLOWING... THROWING A BEAM OF LIGHT ON THAT WALL... LIKE A SPOTLIGHT... ONLY...

ONLY IT'S MORE THAN A SPOTLIGHT... MORE LIKE THE OPENING OF A FIERY DOOR INTO THE UNKNOWN... WHERE A FORM, NOT OF THIS EARTH APPEARS... AND CONFRONTS THE AWE-STRICKEN BOY...

FEAR NOT, YOUNG LAD OF EARTH ... I MEAN YOU NO HARM!

W-WHO ARE YOU?

I AM TURAN, EMISSARY OF THE FLY PEOPLE... OUR WORLD EXISTS ON A DIMENSIONAL PLANE OUTSIDE YOUR GALAXY!

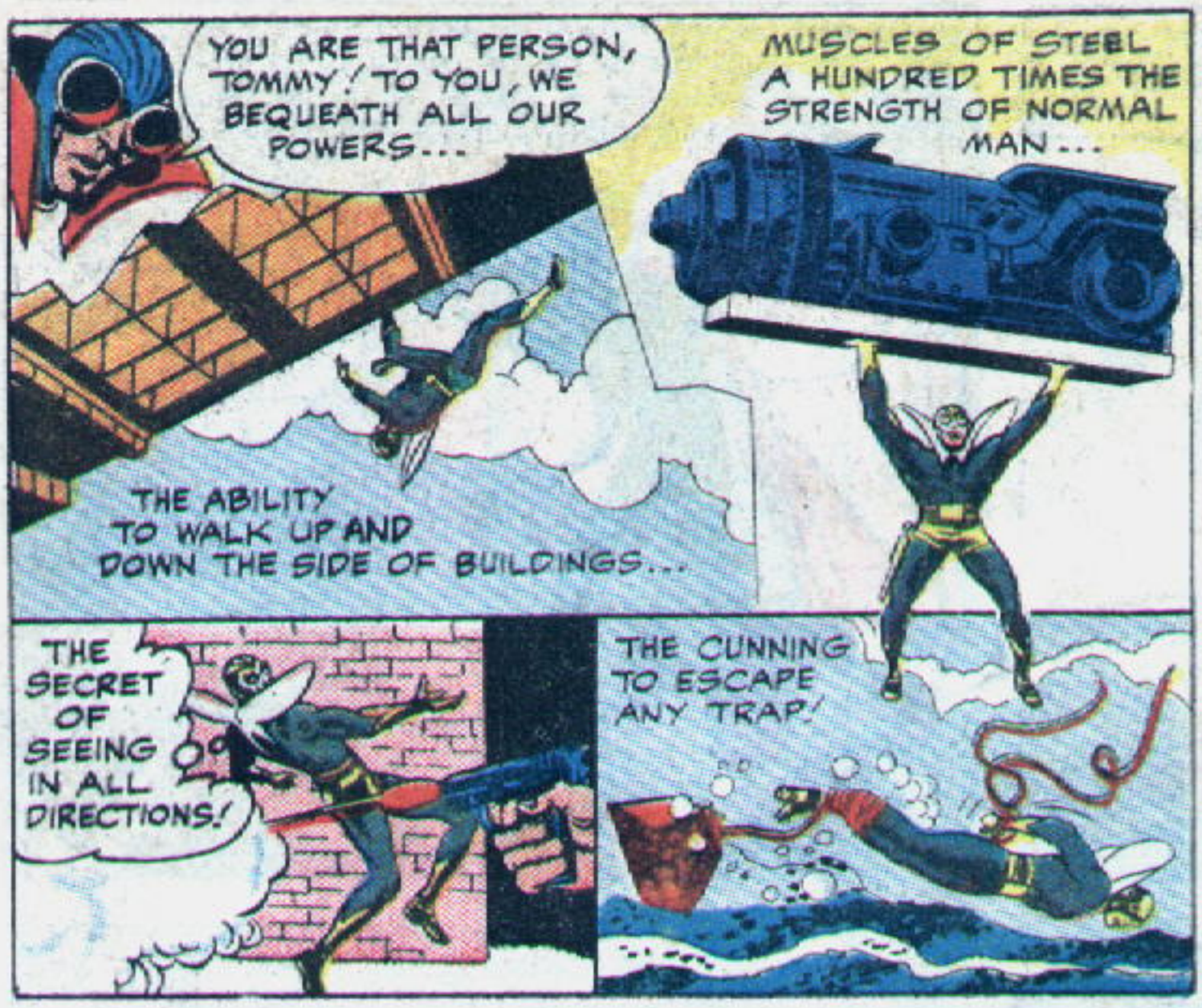
Y-YOU MEAN THIS RING HAS THE POWER TO REACH INTO YOUR WORLD AND LET YOU INTO OURS?

MILLIONS OF YEARS AGO, MY PEOPLE WERE WISE AND POWERFUL MEMBERS OF EARTH'S INHABITANTS... WE DEVELOPED THE SCIENCE OF MAGIC TO A DEGREE HIGHER THAN THE HUMANS EVEN DREAM ABOUT... BUT GREED AND STRUGGLE FOR POWER DROVE OUR PEOPLE TOO FAR... LIKE YOUR OWN ATOM BOMBS, OUR MAGIC HAD THE FORCE OF GIANTS!!

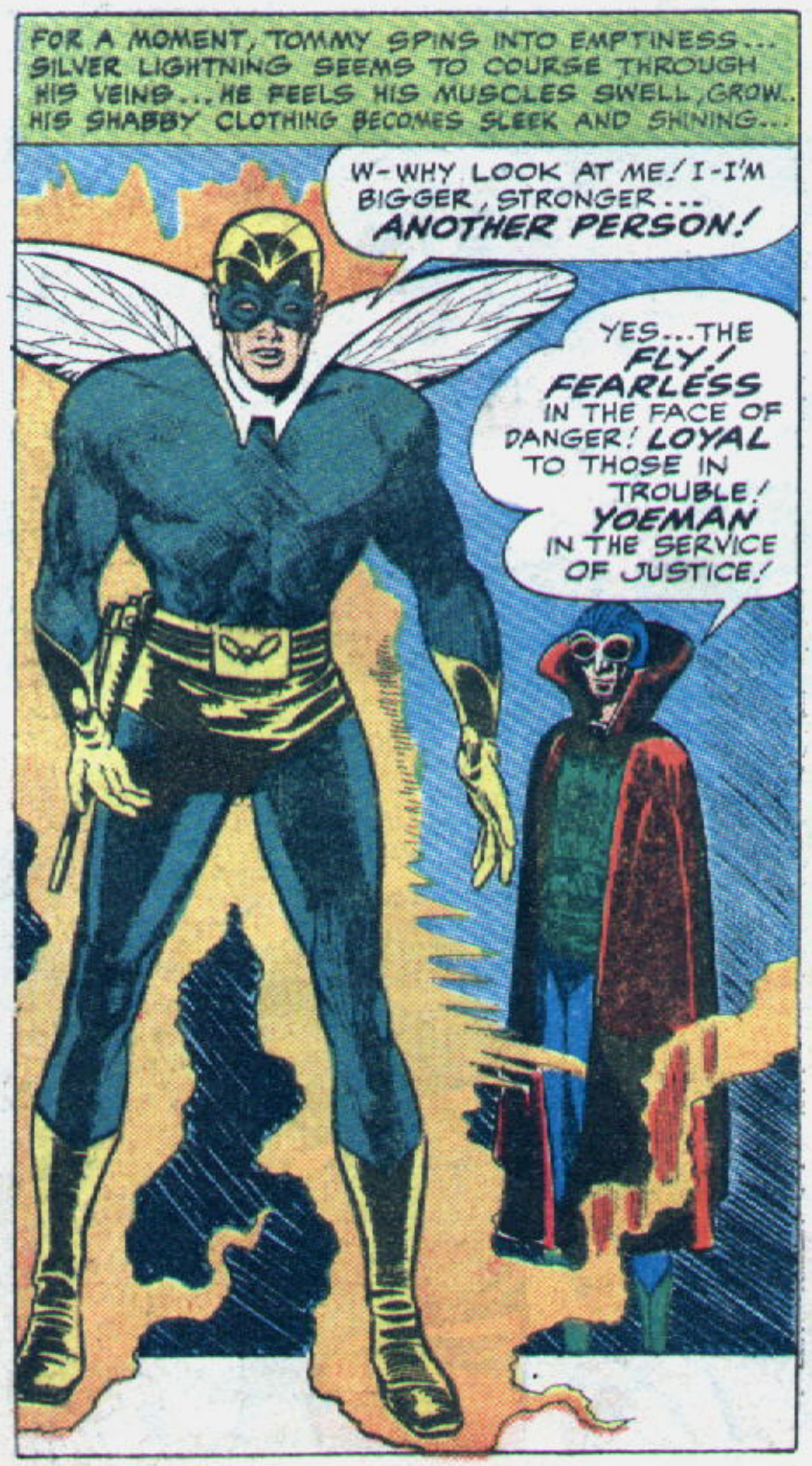
YES, WE COULD MOVE ENTIRE TOWNS AND CITIES WITH THE USE OF IT! BUT WHEN OUR MAGIC WAS ADOPTED BY POWER HUNGRY DESPOTS WE COULD NO LONGER CONTROL IT!

ONE DAY A MYSTERIOUS GASEOUS EXPLOSION DESTROYED MOST OF OUR RACE! SOME OF US ESCAPED TO ANOTHER DIMENSION... THE OTHERS WERE REDUCED TO THE INSIGNIFICANT FORM OF LIFE KNOWN AS THE FLY!

NOW, THOSE OF US THAT ARE LEFT ARE AT WAR WITH ALL GREED AND CRIME ON THIS EARTH! ALL THESE YEARS WE HAVE BEEN WAITING FOR ONE PERSON... PURE OF HEART-TO CARRY ON THIS WAR...


YOU ARE THAT PERSON, TOMMY! TO YOU, WE BEQUEATH ALL OUR POWERS...
MUSCLES OF STEEL A HUNDRED TIMES THE STRENGTH OF NORMAL MAN...
THE ABILITY TO WALK UP AND DOWN THE SIDE OF BUILDINGS...
THE SECRET OF SEEING IN ALL DIRECTIONS!
THE CUNNING TO ESCAPE ANY TRAP!

ALL THESE POWERS WILL BE YOURS AS LONG AS YOU ARE DESERVING! YOU HAVE ONLY TO RUB THE MAGIC RING AND YOU WILL BE PROJECTED INTO OUR DIMENSION...YOU WILL ASSUME THE IDENTITY OF THE FLY!
GOLLY! I HOPE I AM DESERVING! LET'S SEE... I RUB THE RING... AND...


FOR A MOMENT, TOMMY SPINS INTO EMPTINESS... SILVER LIGHTNING SEEMS TO COURSE THROUGH HIS VEINS... HE FEELS HIS MUSCLES SWELL, GROW. HIS SHABBY CLOTHING BECOMES SLEEK AND SHINING...
W-WHY LOOK AT ME! I-I'M BIGGER, STRONGER... ANOTHER PERSON!
YES...THE FLY! FEARLESS IN THE FACE OF DANGER! LOYAL TO THOSE IN TROUBLE! YOEMAN IN THE SERVICE OF JUSTICE!

WHY, HE'S GONE! VANISHED... WITHOUT TELLING ME HOW I TURN BACK TO TOMMY TROY! HMM!...IN THE SERVICE OF JUSTICE, HE SAID...
THEN IF JUSTICE IS TO BE SERVED, I'VE GOT A JOB TO DO RIGHT NOW...ON CREACHER AND McCOY!
DON'T GO AWAY NOW! THE ACTION IS ABOUT TO START! SO HOLD YOUR BREATH...AND TURN THE PAGE!

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FUN! LAUGHS! TRICKS! GALORE!

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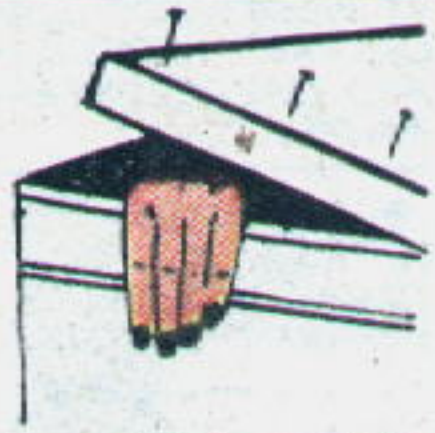

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ADDRESS _____

UNKNOWN TO THE HUMAN VERMIN WHO PREY ON THE HELPLESS AND INNOCENT, A NEW MESSENGER OF JUSTICE HAS BEEN BORN...

BUT EVEN HE DOES NOT KNOW HIS OWN POWERS... SO, TONIGHT, FOR THE FIRST TIME...

THE FLY STRIKES

IT'S ALL SO STRANGE! THESE MADDENING VIBRATIONS IN MY EARS... THE VOICES OF CHILDREN! I CAN MAKE THEM OUT! WHAT AM I? WHAT CAN I DO? THERE'S ONLY ONE WAY TO FIND OUT... AND ONE PLACE... THE ORPHANAGE!

AT WESTWOOD ORPHANAGE, A HUNDRED CHILDREN HUDDLE IN THEIR COLD DORMITORY... AND ONE QUESTION IS UPPERMOST IN THEIR MINDS...

WHAT DID THEY DO TO TOMMY? POOR TOMMY... HE WAS MY BEST FRIEND!

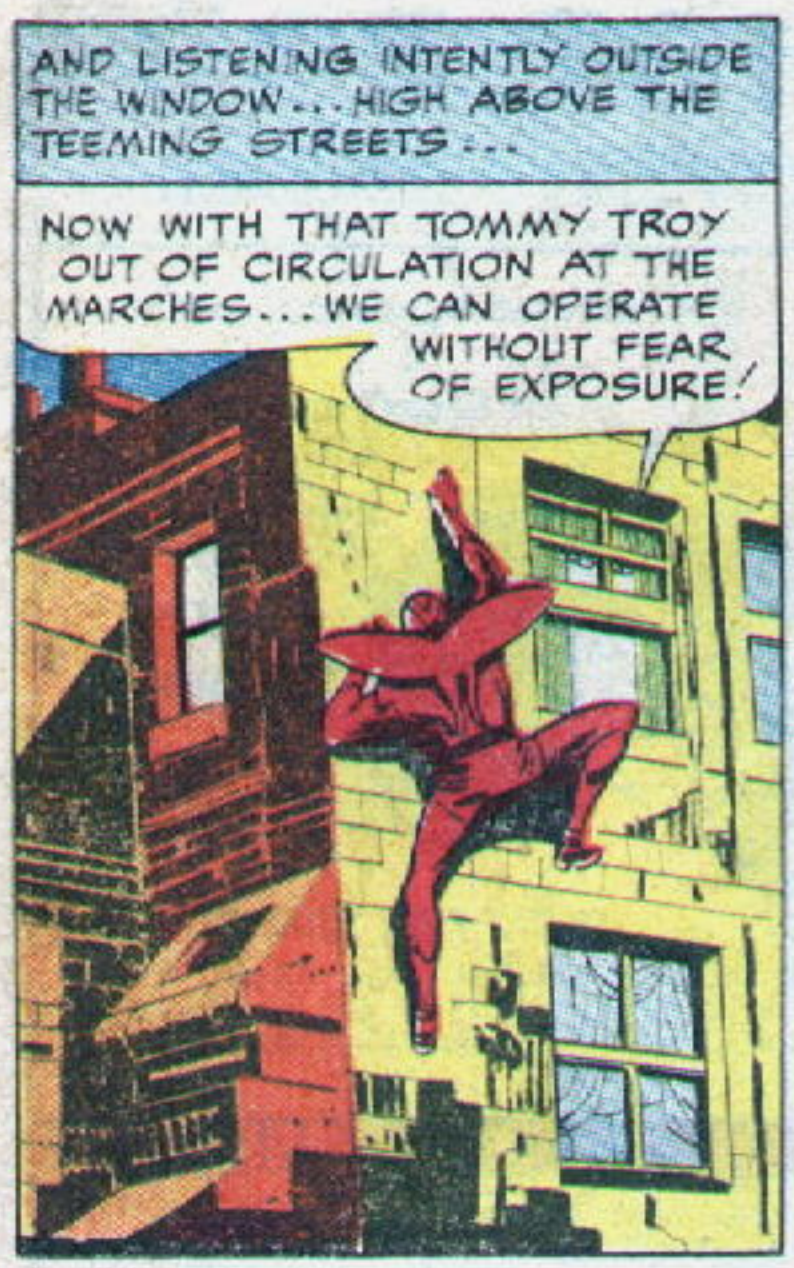
HE'D GIVE UP HIS OWN FOOD IF ONE OF US WAS HUNGRY!

I WISH WE COULD HELP HIM!

POOR KIDS... THEY'RE THE ONES WHO NEED HELP... AND THEY'RE GOING TO HAVE IT!

LATER, IN McCOY'S HEAD-QUARTERS...

I'LL TAKE MY CUT OF THE ORPHANAGE RACKET NOW, McCOY! CHEATING THOSE KIDS SURE IS PAYING OFF!


AND LISTENING INTENTLY OUTSIDE THE WINDOW... HIGH ABOVE THE TEEMING STREETS...
NOW WITH THAT TOMMY TROY OUT OF CIRCULATION AT THE MARCHES... WE CAN OPERATE WITHOUT FEAR OF EXPOSURE!

FOR A SPLIT SECOND, THE FLY HESITATES... HIS NEW BODY IS STRANGE TO HIM... HE DOES NOT KNOW WHAT IT WILL DO... BUT THEN HE FINDS OUT HIS LEGS UNCOIL LIKE GREAT SPRINGS!
W-WHAT IS IT? IT LOOKS LIKE A BIG FLY!

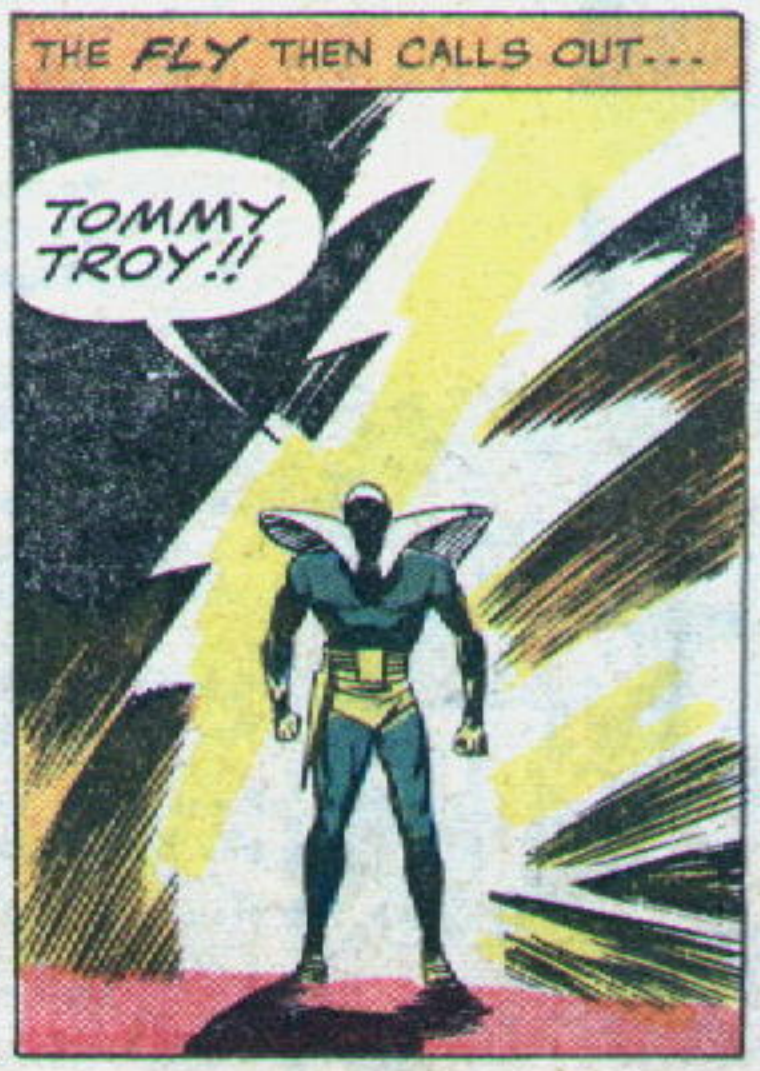
THIS ISN'T AS SIMPLE AS TACKLING A BUNCH OF KIDS, IS IT?
OOF!

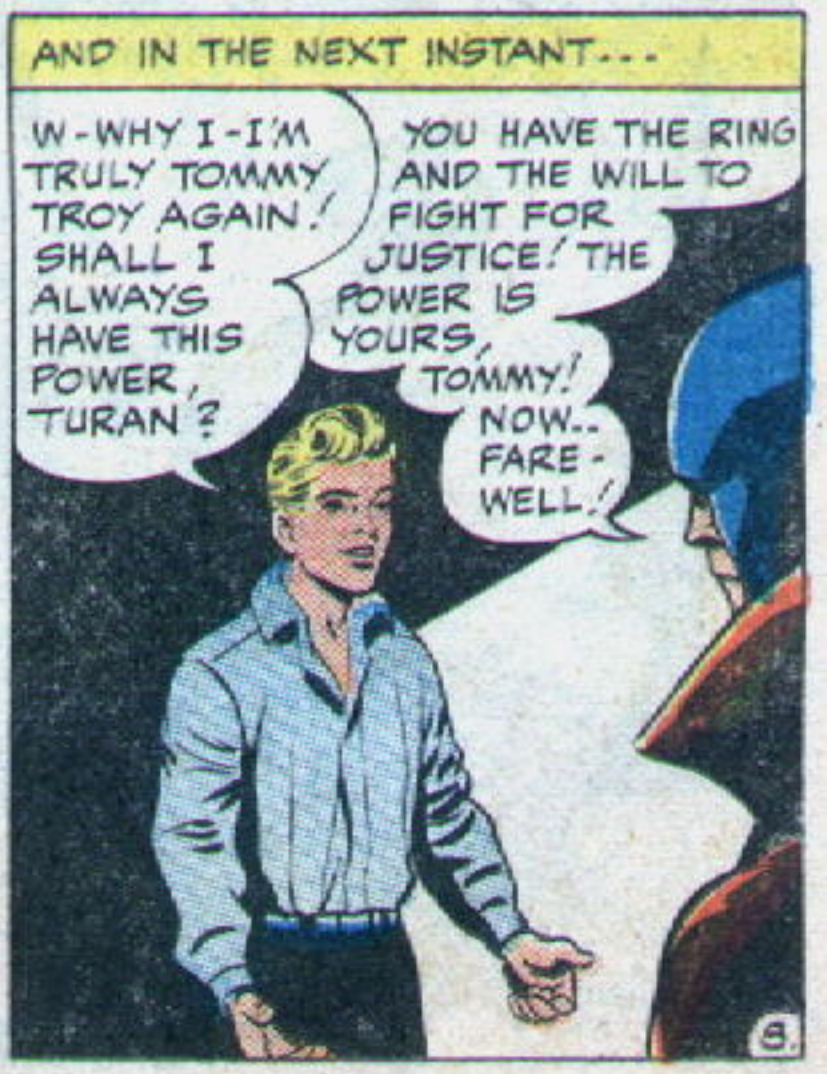
WHAT'S GOIN' ON BOSS... HEY! WHA...?

BETTER LEARN TO KNOCK BEFORE YOU OPEN DOORS!

AND NOW YOU CAN ALL TELL THE POLICE HOW PROFITABLE YOUR RACKET WAS!

AFTER HE HAS DELIVERED HIS CHARGES INTO THE CUSTODY OF THE LAW, THE FLY ONCE MORE RETURNS TO THE ATTIC IN THE MARCH HOUSE...
I HAVE COMPLETED MY MISSION OF JUSTICE! HOW DO I RETURN TO MY OTHER IDENTITY?
YOU CALL HIM! YOU SAY... TOMMY TROY!

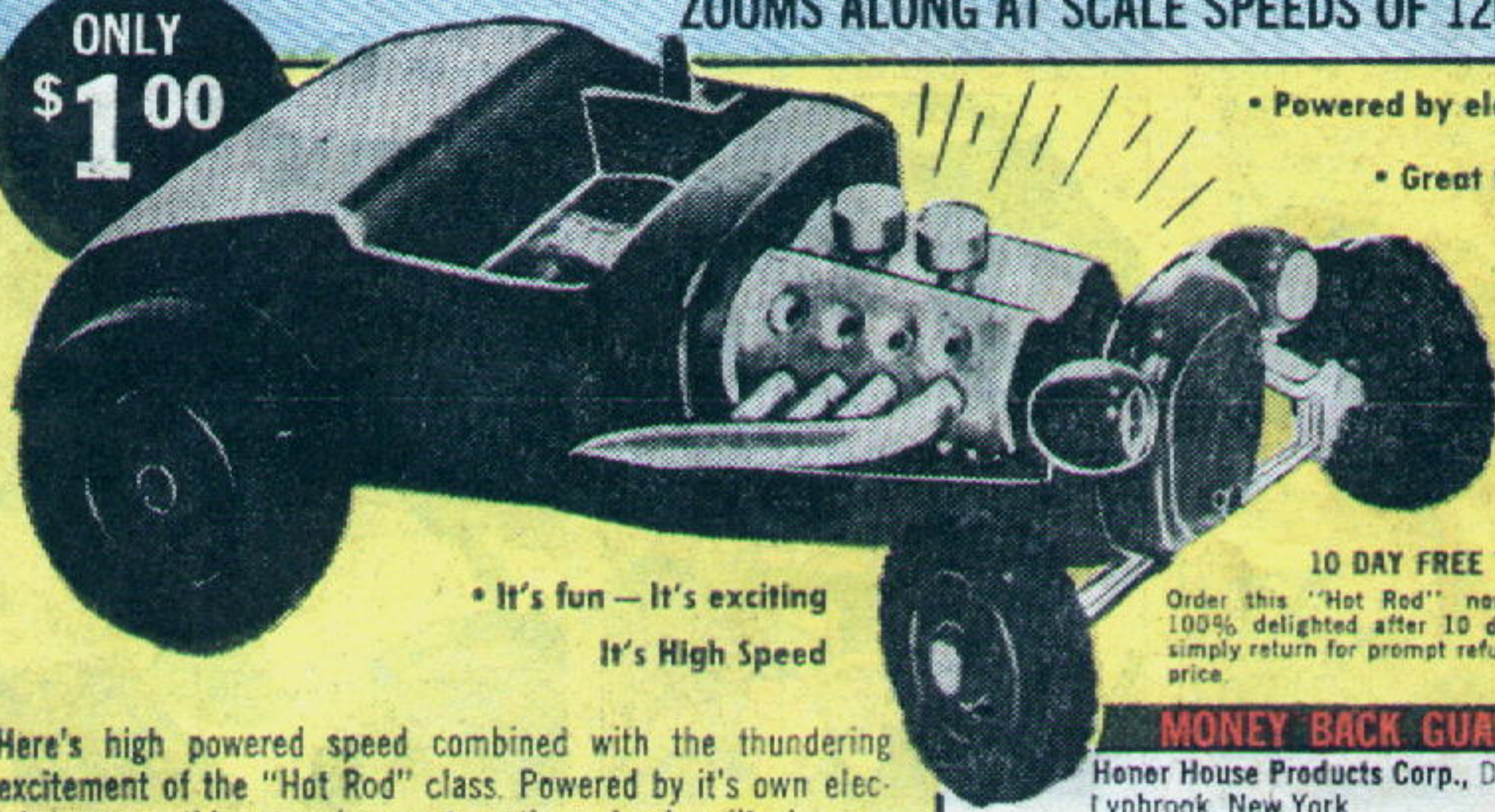

THE FLY THEN CALLS OUT...
TOMMY TROY!!


AND IN THE NEXT INSTANT...
W-WHY I-I'M TRULY TOMMY TROY AGAIN! SHALL I ALWAYS HAVE THIS POWER, TURAN?
YOU HAVE THE RING AND THE WILL TO FIGHT FOR JUSTICE! THE POWER IS YOURS, TOMMY! NOW.. FARE-WELL!

BUILD YOUR OWN HOT ROD

ZOOMS ALONG AT SCALE SPEEDS OF 120 M.P.H.

ONLY $1.00



- Powered by electric motor
- Great fun to build
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- It's fun — It's exciting It's High Speed

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Order this "Hot Rod" now. If you are not 100% delighted after 10 day Free Trial then simply return for prompt refund of full purchase price.

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Here's high powered speed combined with the thundering excitement of the "Hot Rod" class. Powered by it's own electric motors, this marvelous automotive miracle will give you a thrill as it zooms along at scale speeds of 120 M.P.H. Realistic in detail, it's great fun to build, and even more fun to race around curves, over hills and on the thundering straightaway. Imagine the thrill as this speed-merchant outraces all the other kids in the neighborhood. And it's great fun to build. Complete with all parts and instructions. Only $1 plus 25¢ shipping charges.

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Set consists of:

1. Sneeze Powder
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Please rush me Giant Set of 14 Sure-Fire Fun, Magic and Party Tricks. I am enclosing $1.00 in full payment.

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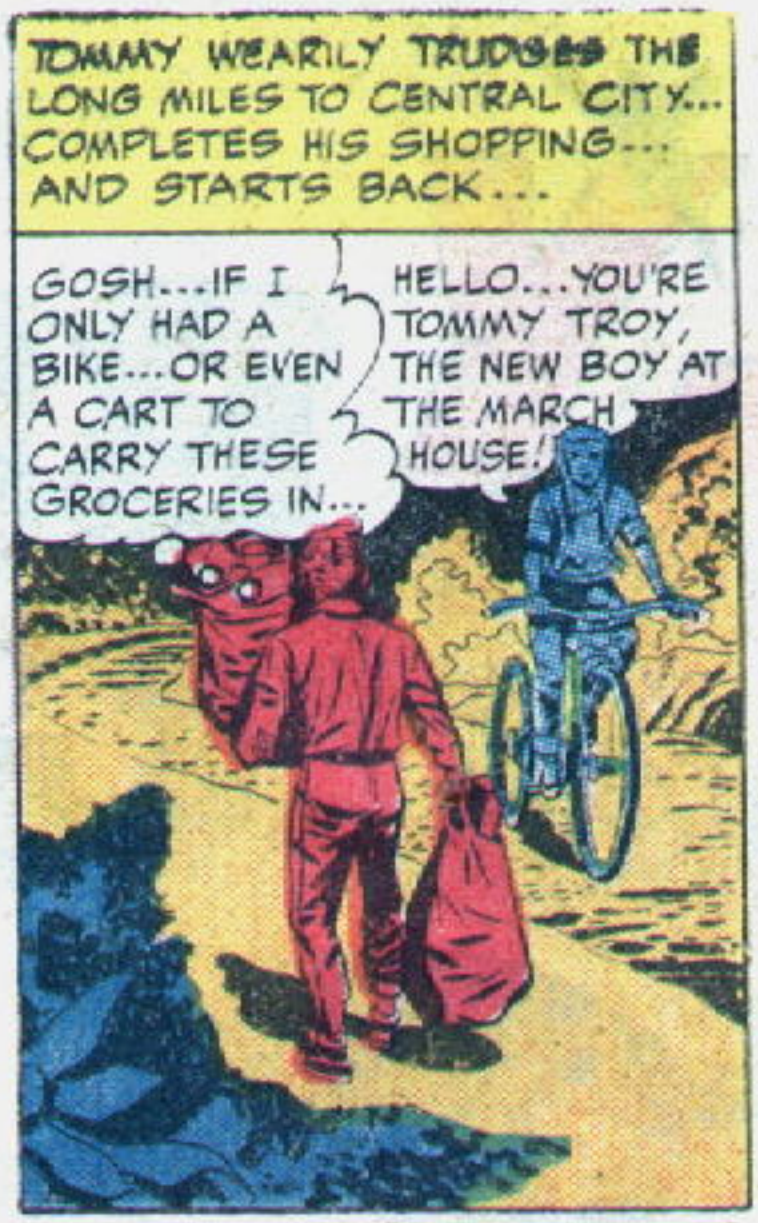
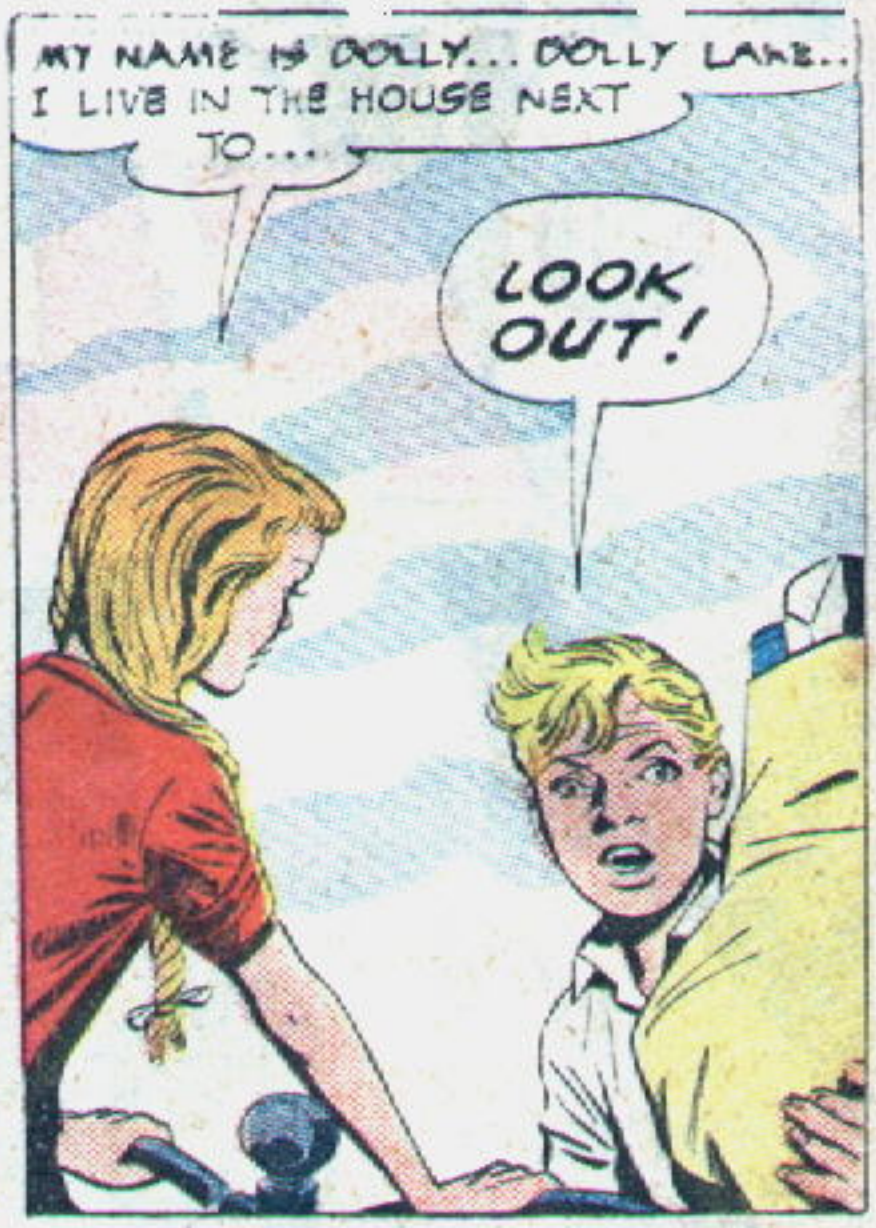
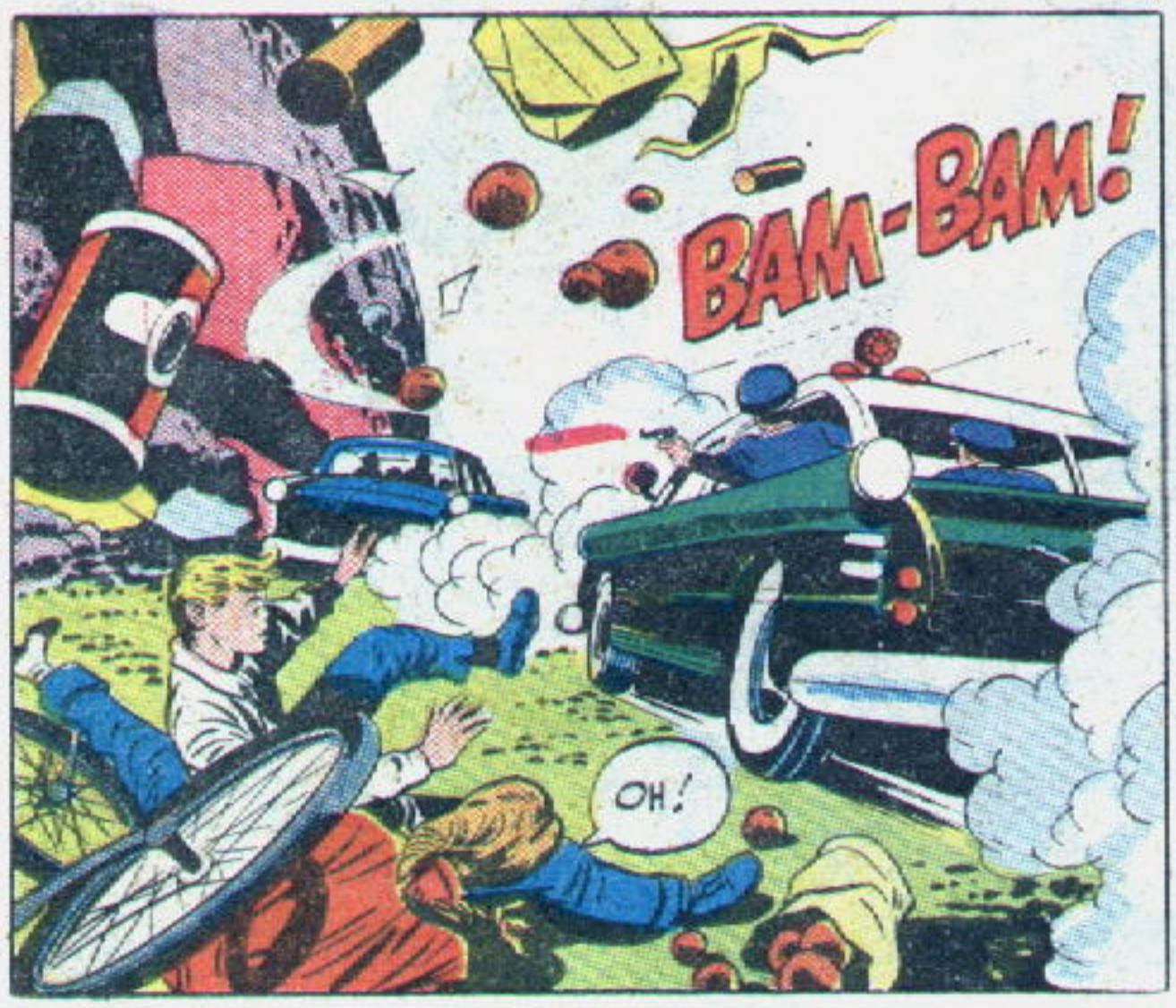
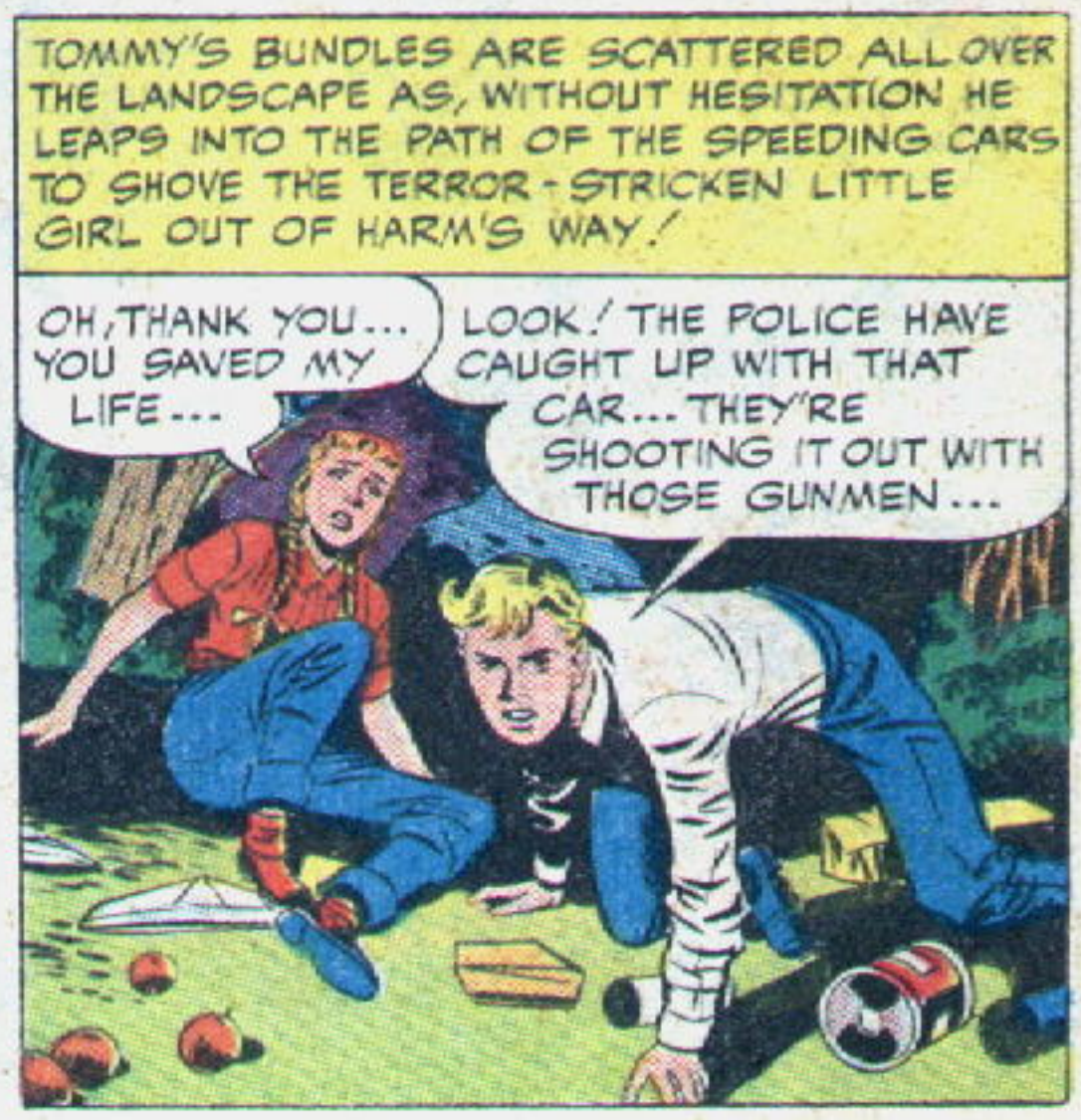
THE FLY DISCOVERS HIS BUZZ GUN

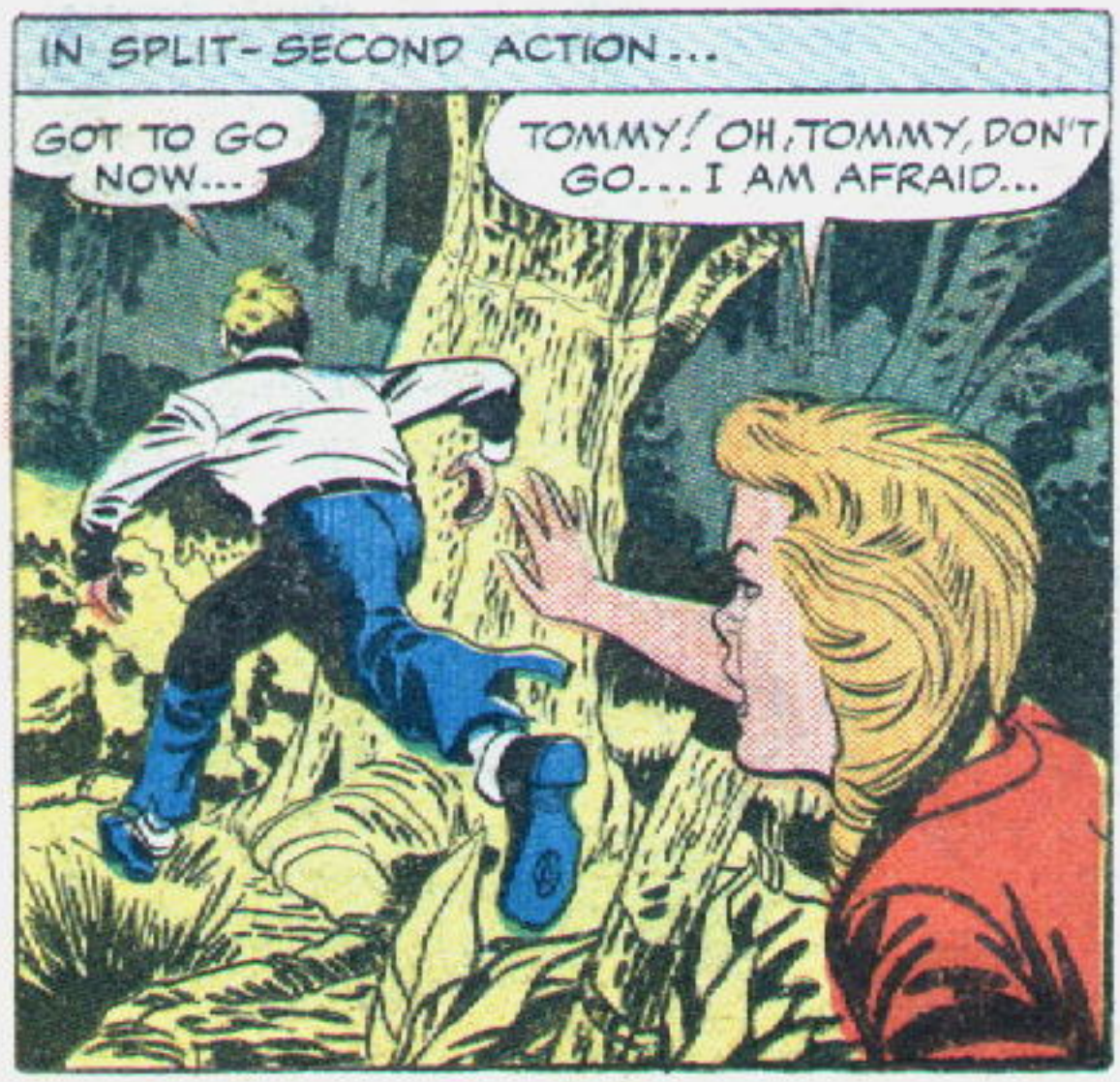
HERE... BEFORE YOU START I WANT YOU TO GO TO THE GENERAL STORE AND PICK UP THE WEEK'S GROCERIES... AND MIND YOU COME STRAIGHT HOME!
YES, MA'AM, MISS ABIGAIL!

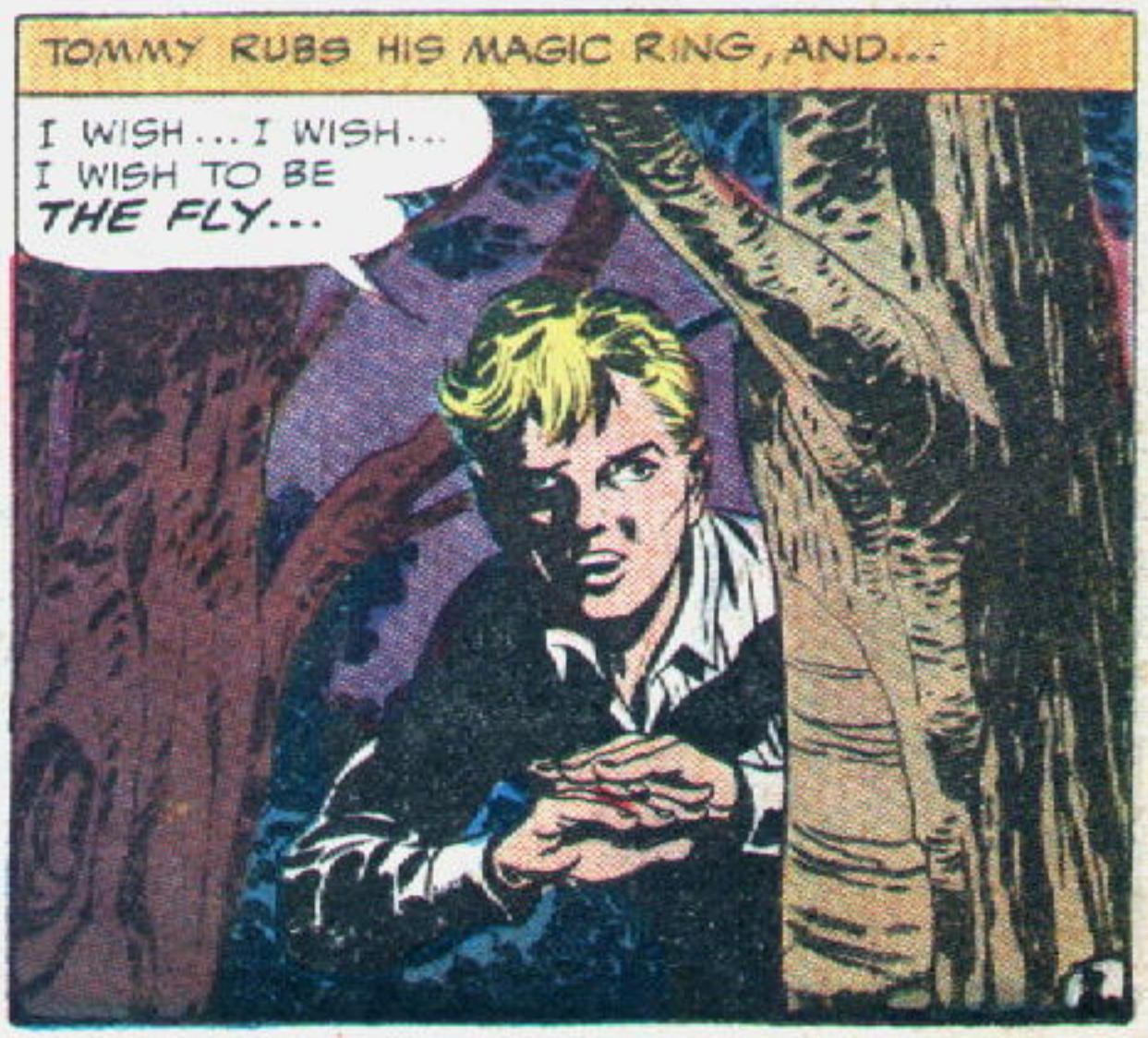

TOMMY WEARILY TRUDGES THE LONG MILES TO CENTRAL CITY... COMPLETES HIS SHOPPING... AND STARTS BACK...
GOSH... IF I ONLY HAD A BIKE... OR EVEN A CART TO CARRY THESE GROCERIES IN...
HELLO... YOU'RE TOMMY TROY, THE NEW BOY AT THE MARCH HOUSE!


MY NAME IS DOLLY... DOLLY LANE.. I LIVE IN THE HOUSE NEXT TO...
LOOK OUT!

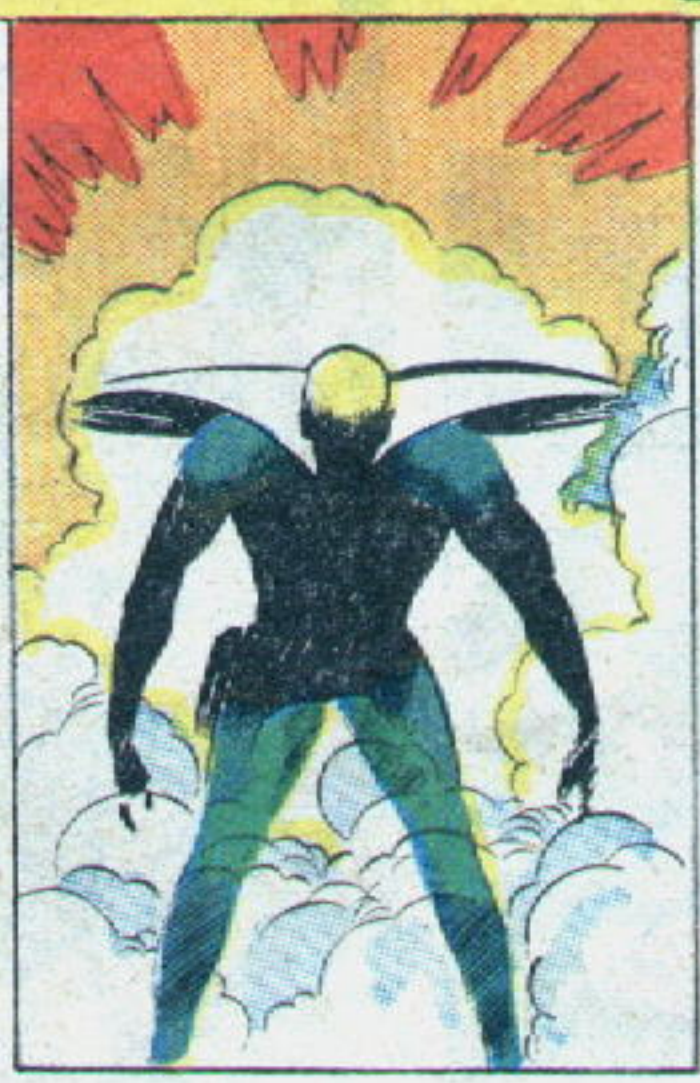

BAM-BAM!
OH!

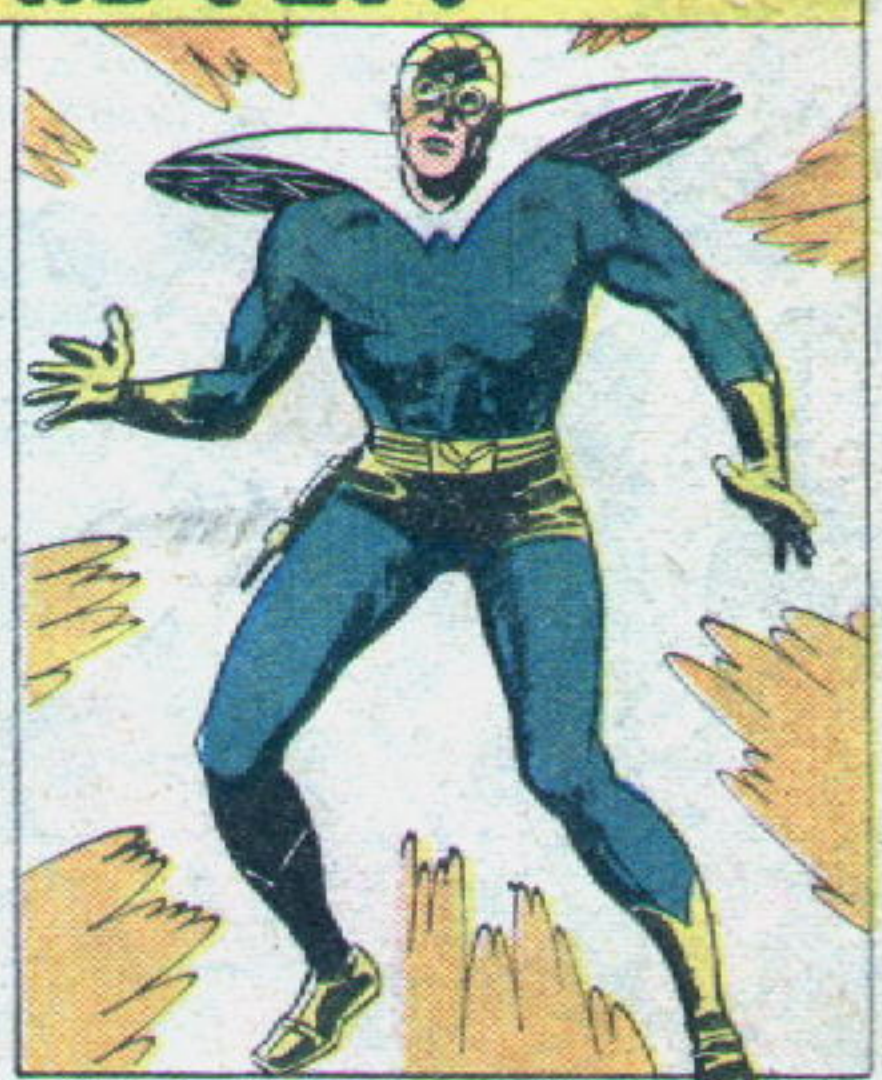

TOMMY'S BUNDLES ARE SCATTERED ALL OVER THE LANDSCAPE AS, WITHOUT HESITATION HE LEAPS INTO THE PATH OF THE SPEEDING CARS TO SHOVE THE TERROR-STRICKEN LITTLE GIRL OUT OF HARM'S WAY!
OH, THANK YOU... YOU SAVED MY LIFE...
LOOK! THE POLICE HAVE CAUGHT UP WITH THAT CAR... THEY'RE SHOOTING IT OUT WITH THOSE GUNMEN...


IN SPLIT-SECOND ACTION...
GOT TO GO NOW...
TOMMY! OH, TOMMY, DON'T GO... I AM AFRAID...


TOMMY RUBS HIS MAGIC RING, AND...
I WISH... I WISH... I WISH TO BE THE FLY...

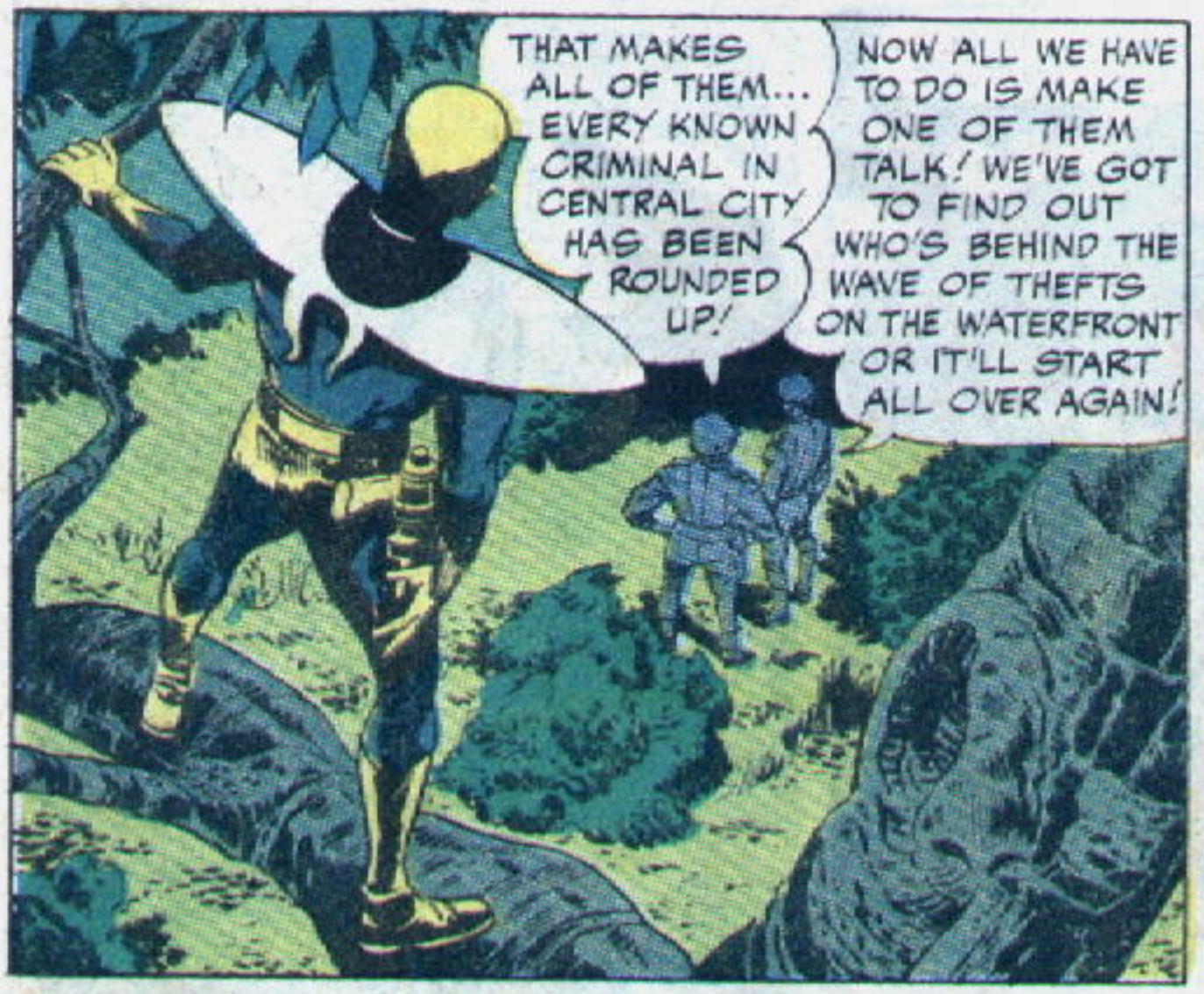
ONCE AGAIN TOMMY EXPERIENCES THE STRANGE SENSATION OF CHANGE... AND...
IN A FLASH... HE BECOMES **THE FLY!**





HEY...THESE TWO ARE ASLEEP... LOOK AT THESE SLIVERS STUCK IN THEIR CLOTHES...
THEY'RE STINGERS... FROM THAT FLY GUY'S BUZZ GUN... THAT'S PROBABLY WHAT PUT THEM TO SLEEP...

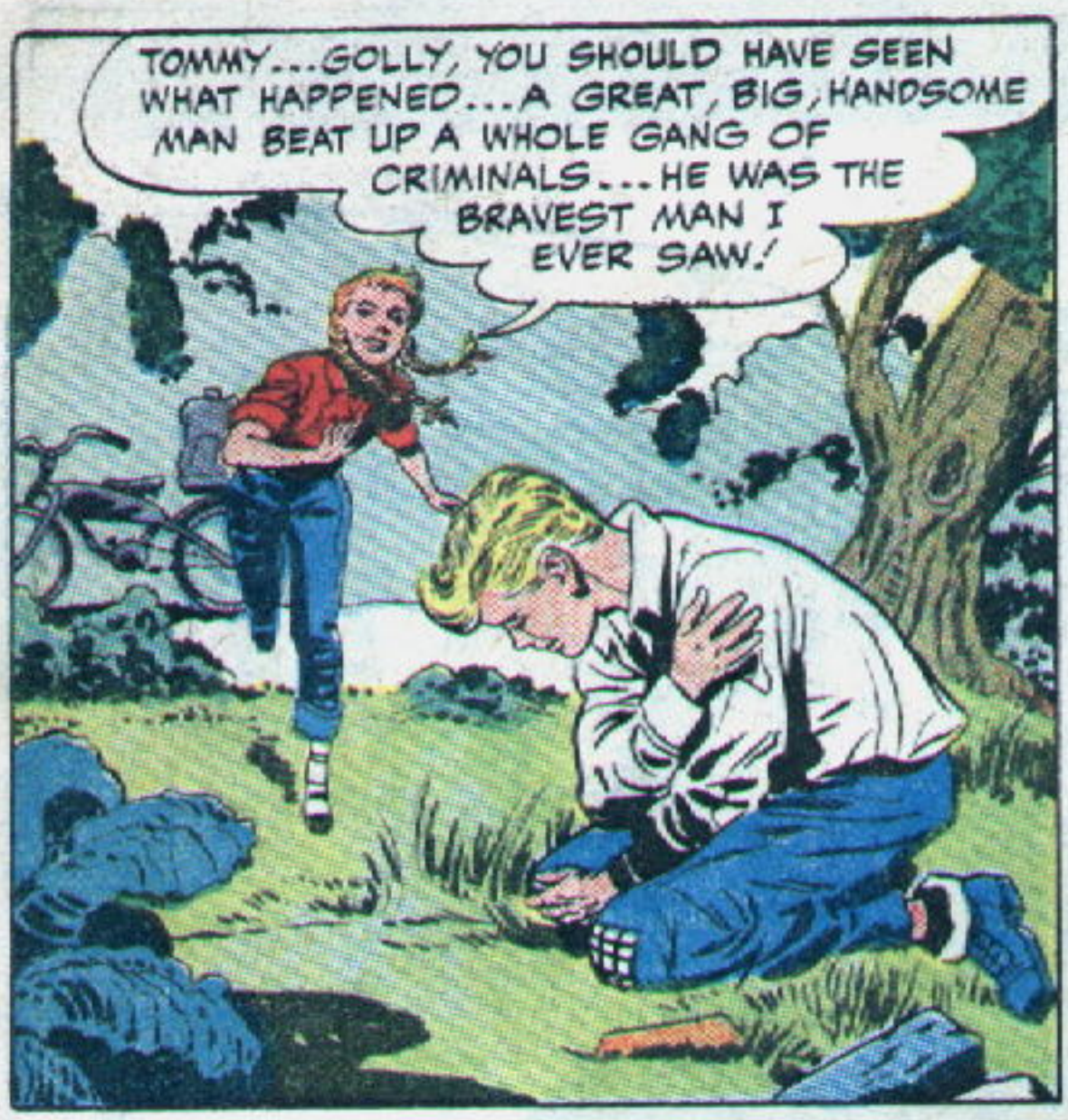
WHERE'S THAT FLY GUY? I'VE GOT A FEW QUESTIONS TO ASK HIM...
WE'LL GET TO HIM LATER...KELLY, CALL THE PADDY WAGON!

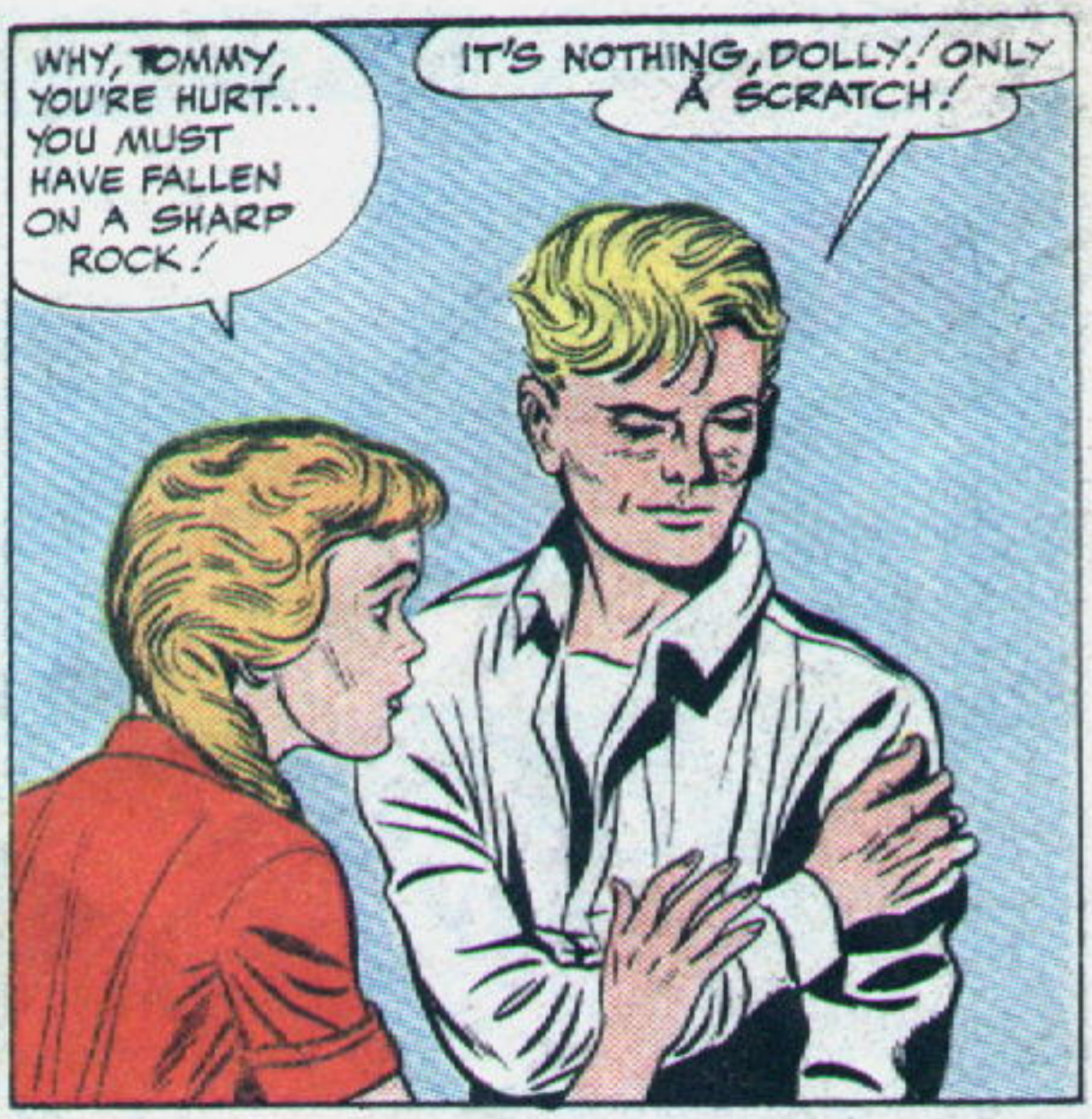

THAT MAKES ALL OF THEM... EVERY KNOWN CRIMINAL IN CENTRAL CITY HAS BEEN ROUNDED UP!
NOW ALL WE HAVE TO DO IS MAKE ONE OF THEM TALK! WE'VE GOT TO FIND OUT WHO'S BEHIND THE WAVE OF THEFTS ON THE WATERFRONT OR IT'LL START ALL OVER AGAIN!

CRIME...ON THE WATERFRONT...IT'S THE DUTY OF THE FLY TO HELP SOLVE THE CASE... BUT I CAN'T CONCENTRATE...THIS ACHE IN MY ARM...MACHINE GUN BULLET...

CAN'T-GO-MUCH FARTHER... LOSING CONSCIOUSNESS.. MUST RUB RING... TOMMY...TOMMY TROY!

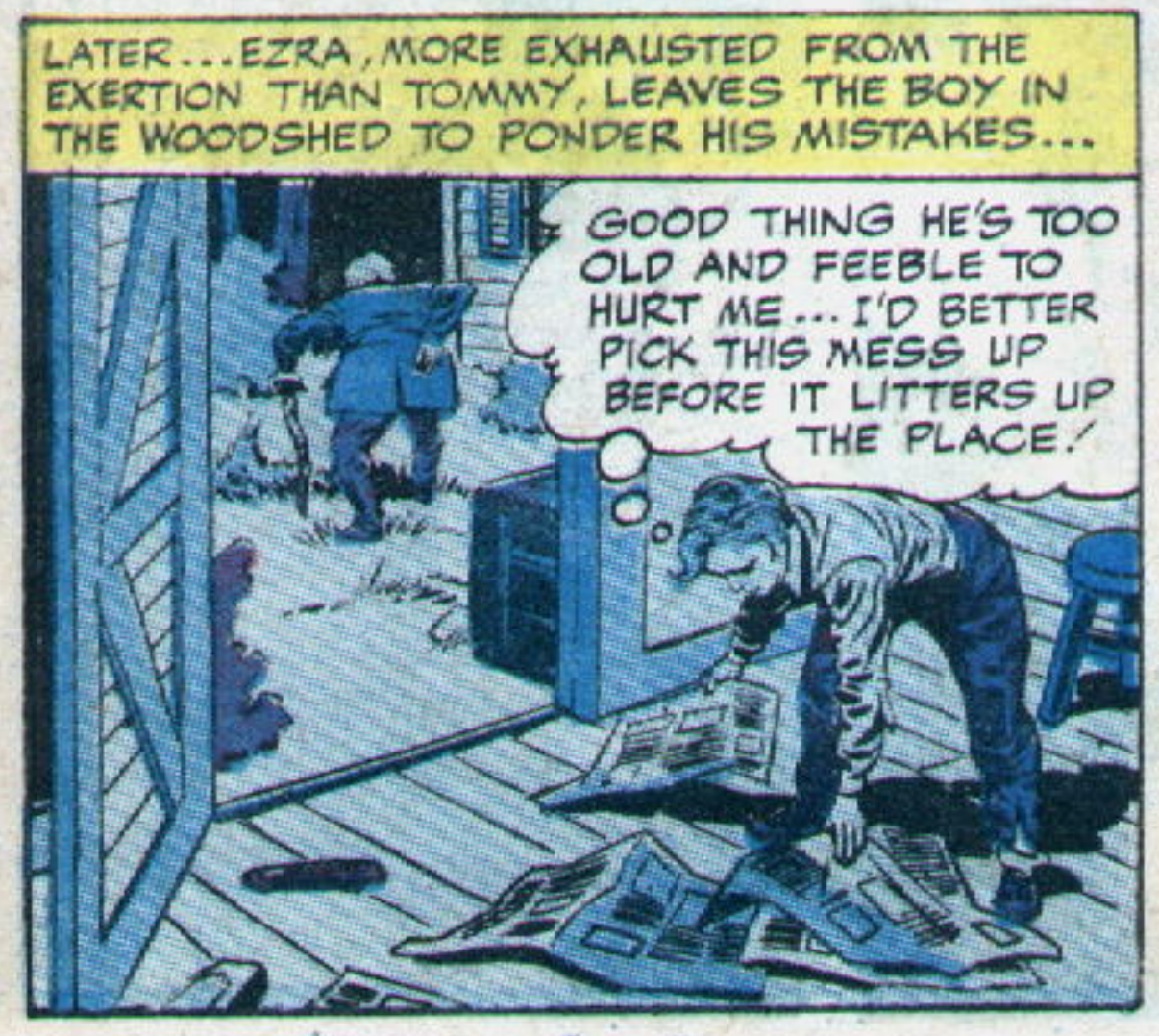
AND MOMENTARILY...

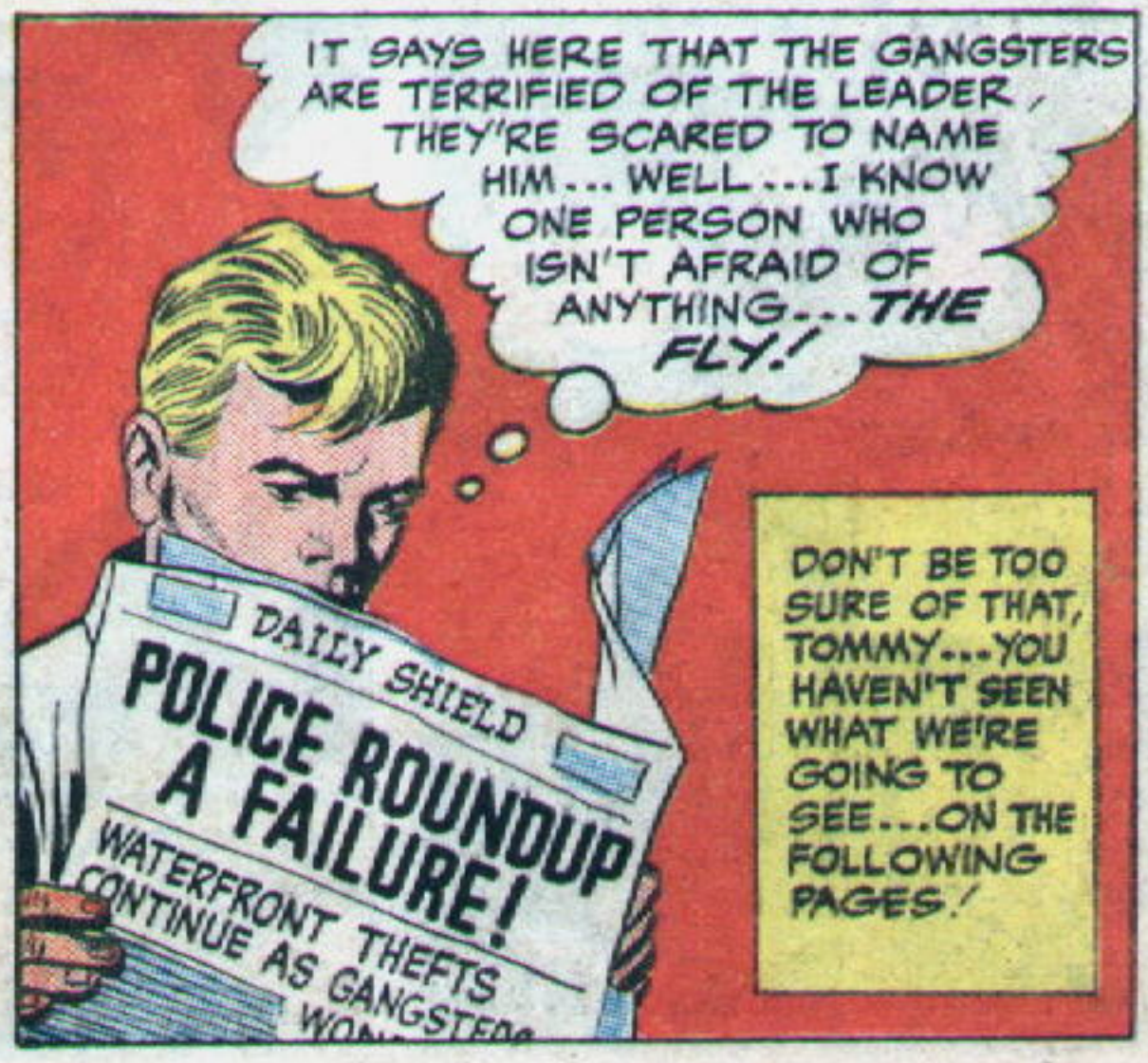

TOMMY...GOLLY, YOU SHOULD HAVE SEEN WHAT HAPPENED...A GREAT, BIG, HANDSOME MAN BEAT UP A WHOLE GANG OF CRIMINALS...HE WAS THE BRAVEST MAN I EVER SAW!


WHY, TOMMY, YOU'RE HURT... YOU MUST HAVE FALLEN ON A SHARP ROCK!
IT'S NOTHING, DOLLY! ONLY A SCRATCH!

LATER, A BEDRAGGLED TOMMY TROY SHEEPISHLY RETURNS TO HIS NEW HOME...
SO, YOU LAZY YOUNG JELLYFISH! GONE ALL MORNING WHEN THERE'S WORK TO BE DONE HERE! AND BRINGING IN THE GROCERIES! IN SUCH A MESS!
THERE'S ONLY ONE WAY TO TEACH THIS LAD RESPECT...INTO THE WOODSHED WITH YOU!

TAKE THAT...AND THAT... AND THAT...NOW YOU SEE ALL THIS KINDLING WOOD'S CHOPPED UP BEFORE THE DAY IS OVER...OR YOU'LL GET ANOTHER SPANKING!


LATER...EZRA, MORE EXHAUSTED FROM THE EXERTION THAN TOMMY, LEAVES THE BOY IN THE WOODSHED TO PONDER HIS MISTAKES...
GOOD THING HE'S TOO OLD AND FEEBLE TO HURT ME...I'D BETTER PICK THIS MESS UP BEFORE IT LITTERS UP THE PLACE!


IT SAYS HERE THAT THE GANGSTERS ARE TERRIFIED OF THE LEADER, THEY'RE SCARED TO NAME HIM...WELL...I KNOW ONE PERSON WHO ISN'T AFRAID OF ANYTHING...THE FLY!
DAILY SHIELD
POLICE ROUNDUP A FAILURE!
WATERFRONT THEFTS CONTINUE AS GANGSTERS
DON'T BE TOO SURE OF THAT, TOMMY...YOU HAVEN'T SEEN WHAT WE'RE GOING TO SEE...ON THE FOLLOWING PAGES!

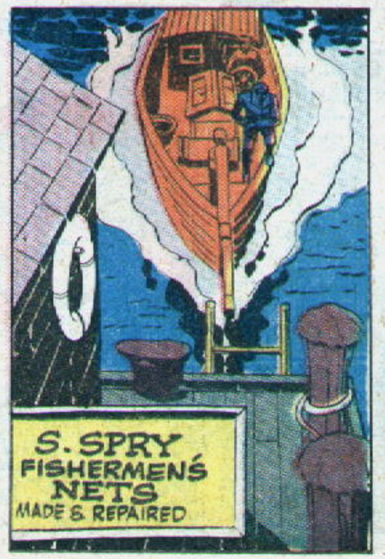
NOW FOR THE FIRST TIME IN COMICS: THE WIDE ANGLE SCREAM!

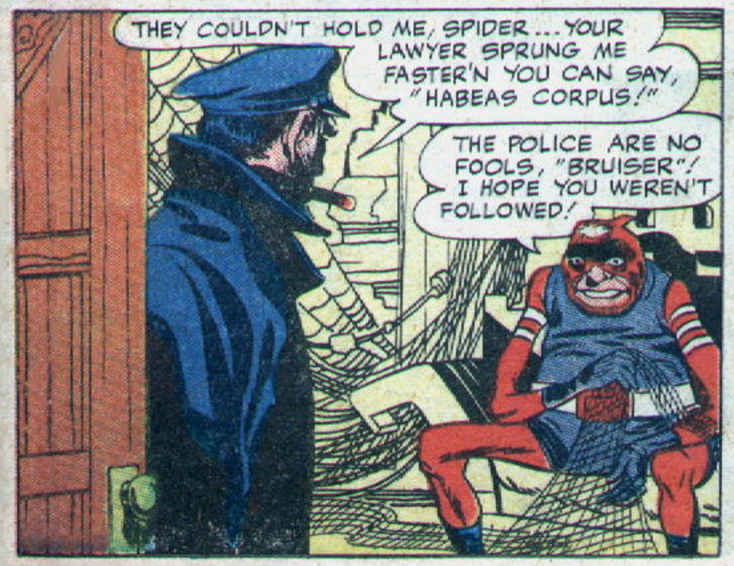
SAID "SPIDER" SPRY... TO THE FLY...

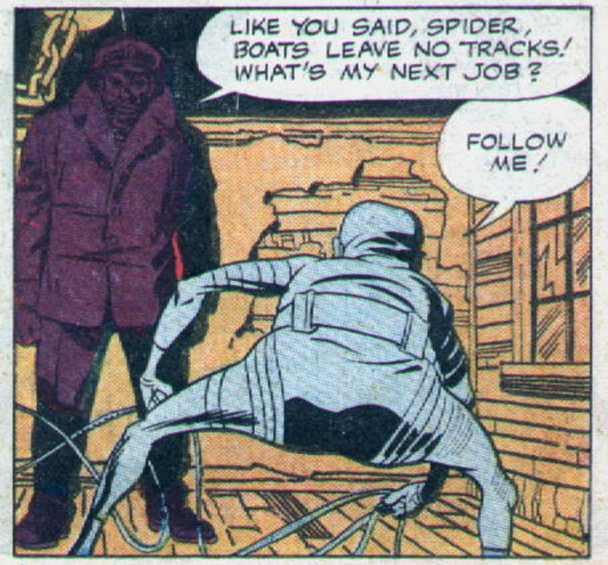
COME INTO MY PARLOR

STEP INTO MY WEB, MISTER FLY! COME CLOSER! THE SPIDER HAS A FEW LETHAL SURPRISES FOR YOU!

FOR THE MOMENT, WE TAKE LEAVE OF TOMMY TROY, WHO HAVING BEEN PROJECTED INTO THE BODY OF THE FLY, INVESTIGATES THE CRIME-RIDDEN WATERFRONT....







SPIDER LEADS HIS HENCHMAN OUTSIDE TO A LOFTY, ABANDONED WATER TOWER AT THE REAR OF HIS PROPERTY... THEN...

I STILL CAN'T GET OVER IT! NOBODY BUT YOU CAN GET UP THERE! NO WONDER THEY CALL YOU SPIDER!

SPIDER SCRAMBLES UP THE SILKEN CORD IN AN EFFORTLESS, UNGAINLY MANNER... THEN...

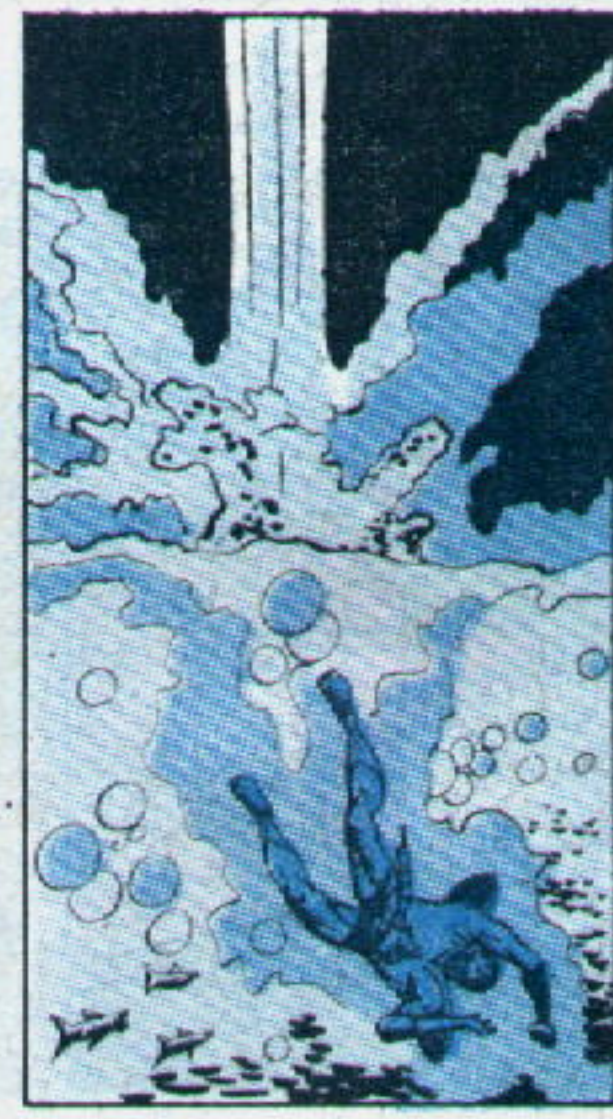
OKAY, BRUISER... SECURE THAT LARIAT AROUND YOUR CHEST AND HANG ON!

AND SO, THAT NIGHT... BRUISER IN SKIN DIVER GEAR, GOES TO WORK...

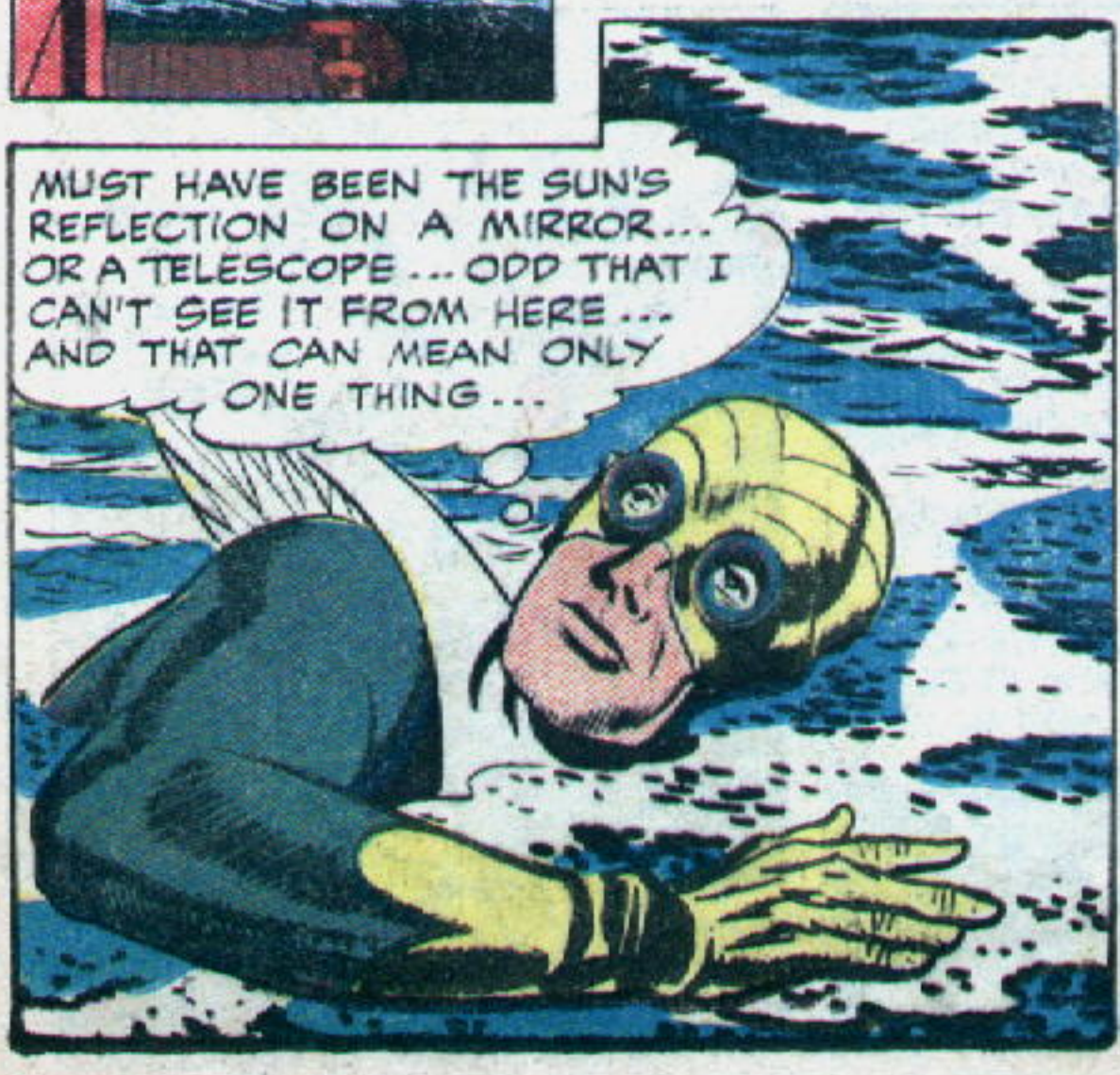
THE NEXT DAY...
I TELL YOU, NOBODY CAME ONTO THAT DOCK ALL NIGHT... I HAD MY EYE ON THE ENTRANCE EVERY MINUTE!
A FORTUNE IN JEWELS IS MISSING AND THE GUARD SAW NOTHING! IT'S RIDICULOUS!

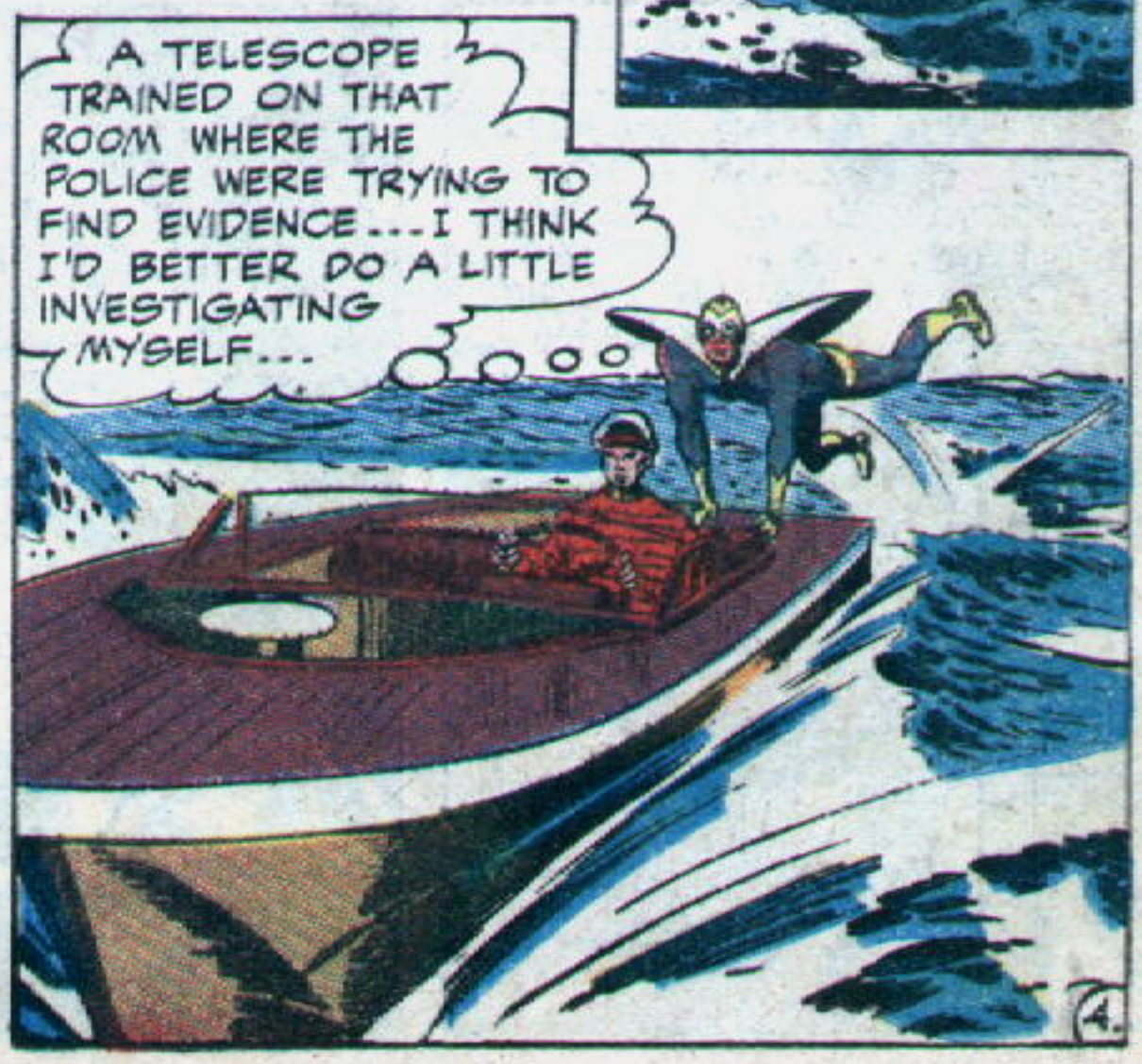
IF NOBODY CAME ONTO THE DOCK, THE THIEF MUST HAVE COME FROM SOMEWHERE ELSE... OF COURSE... THE WATER... IT'S TOO SIMPLE!

AS THE FLY PEERS OUT INTO THE HORIZON, HE IS ALMOST BLINDED BY A GLARING SPOT IN THE DISTANCE...
I-I CAN'T SEE... I'M LOSING MY BALANCE!

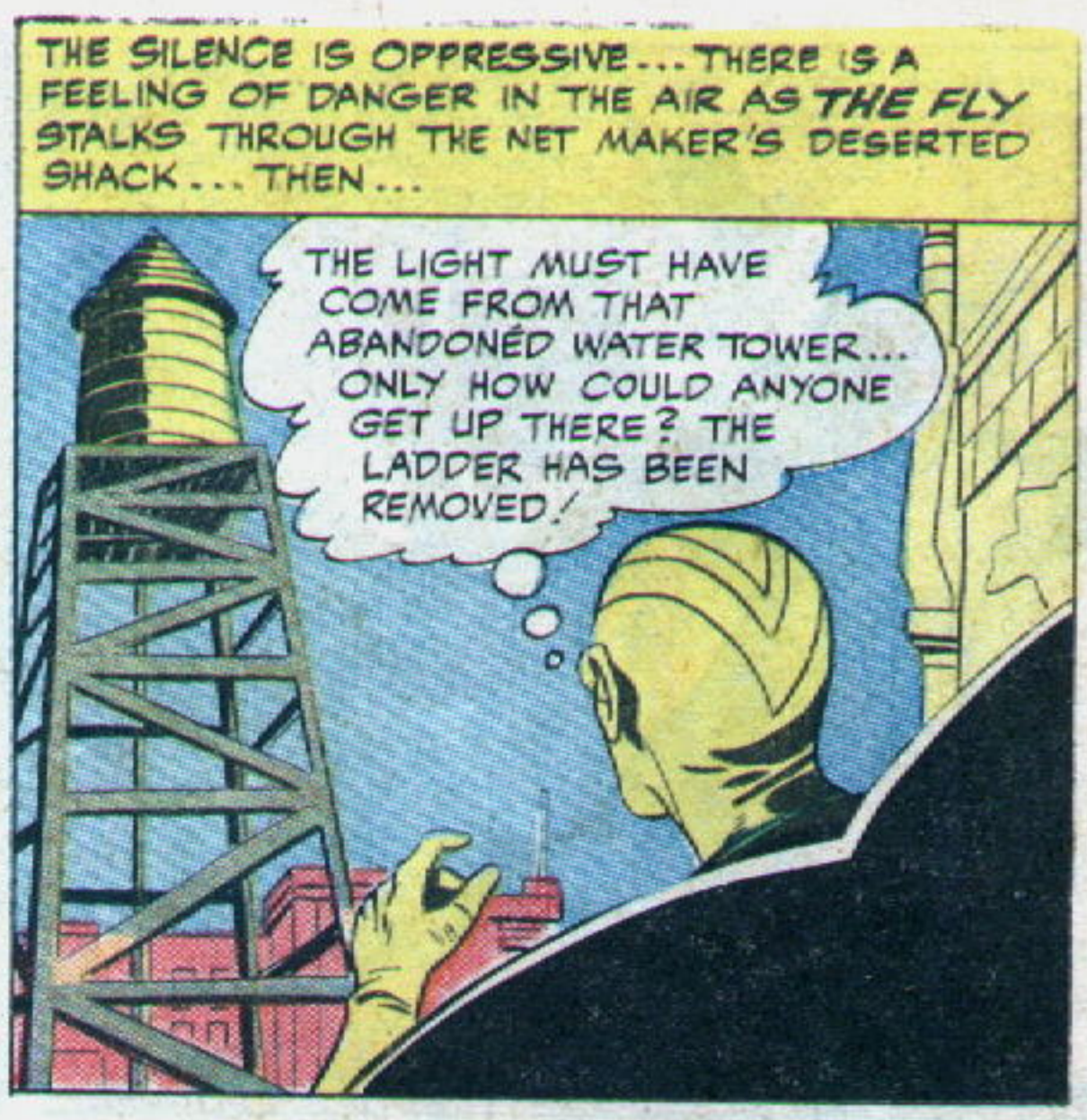


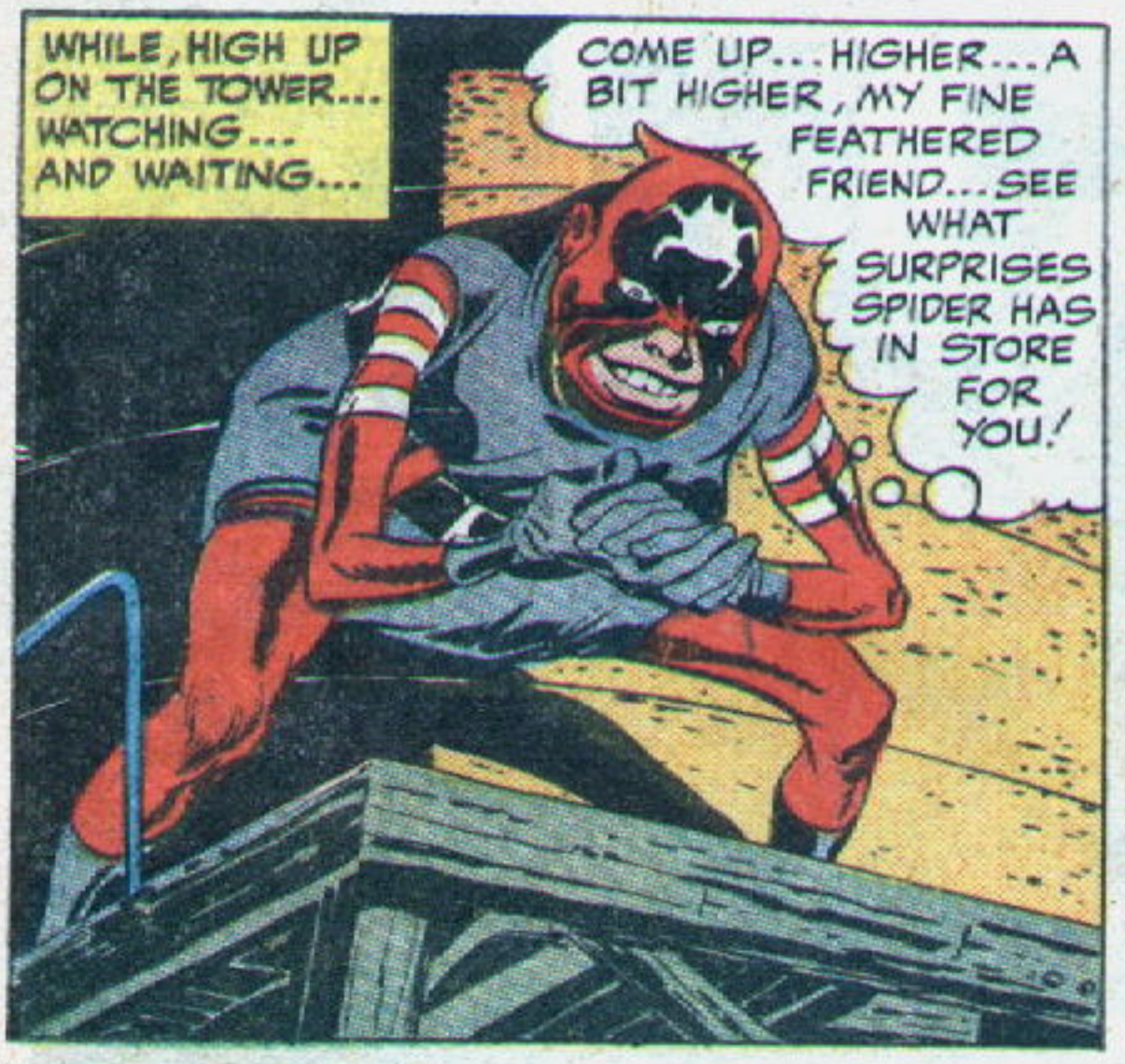
WHEW... THAT WAS A CLOSE ONE... THE LIGHT UPSET MY EQUILIBRIUM ... I'LL HAVE TO REMEMBER THOSE WEAKNESSES... IF I LIVE THAT LONG!

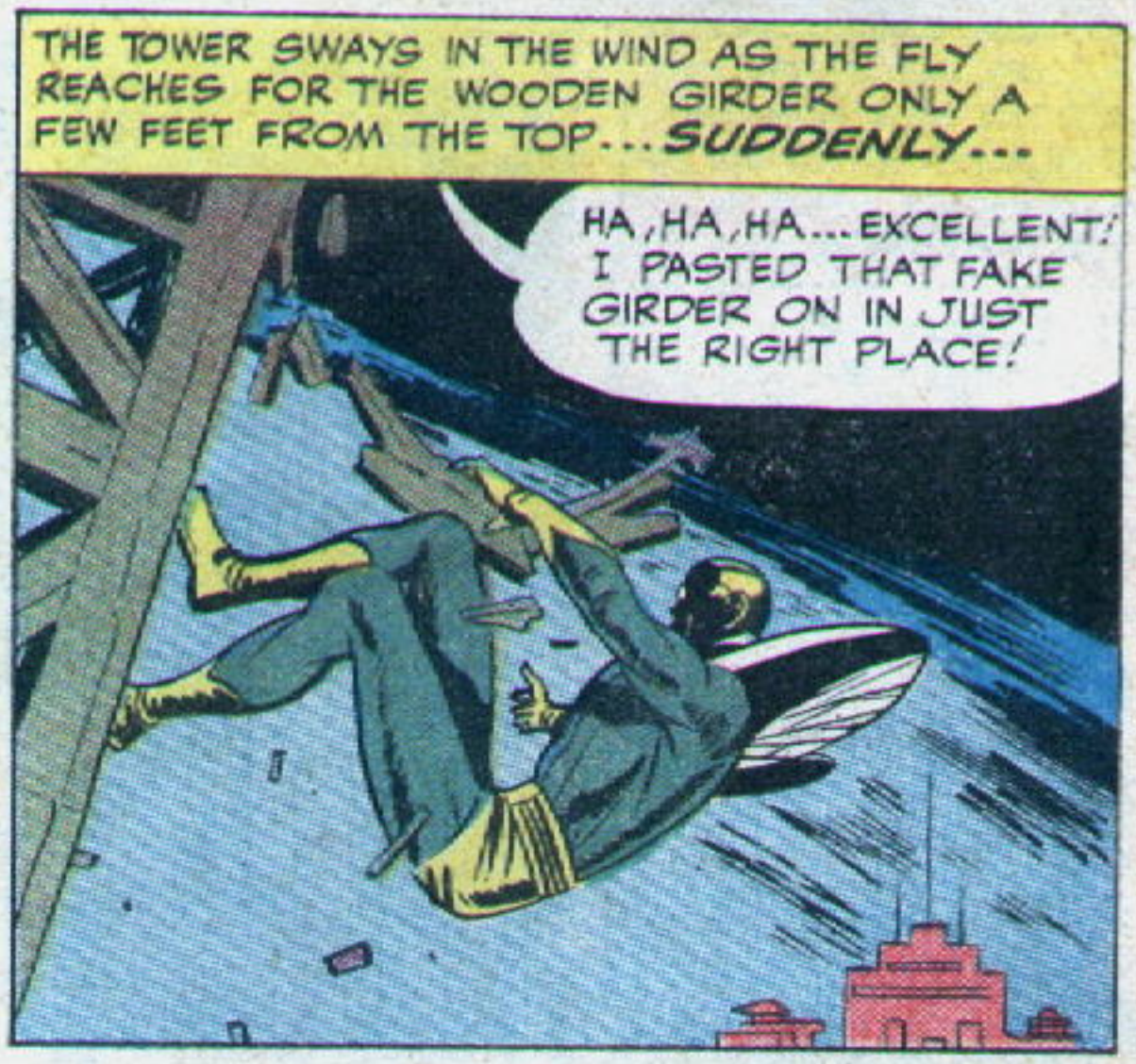

MUST HAVE BEEN THE SUN'S REFLECTION ON A MIRROR... OR A TELESCOPE... ODD THAT I CAN'T SEE IT FROM HERE... AND THAT CAN MEAN ONLY ONE THING...


A TELESCOPE TRAINED ON THAT ROOM WHERE THE POLICE WERE TRYING TO FIND EVIDENCE... I THINK I'D BETTER DO A LITTLE INVESTIGATING MYSELF...

A SHORT TIME LATER...
THIS IS WHERE I GET OFF... THE LIGHT MUST HAVE COME FROM ONE OF THESE BUILDINGS! THEY'RE THE ONLY ONES AROUND THIS DESOLATE BEACH!


THE SILENCE IS OPPRESSIVE... THERE IS A FEELING OF DANGER IN THE AIR AS THE FLY STALKS THROUGH THE NET MAKER'S DESERTED SHACK... THEN...
THE LIGHT MUST HAVE COME FROM THAT ABANDONED WATER TOWER... ONLY HOW COULD ANYONE GET UP THERE? THE LADDER HAS BEEN REMOVED!


WHILE, HIGH UP ON THE TOWER... WATCHING... AND WAITING...
COME UP... HIGHER... A BIT HIGHER, MY FINE FEATHERED FRIEND... SEE WHAT SURPRISES SPIDER HAS IN STORE FOR YOU!


THE TOWER SWAYS IN THE WIND AS THE FLY REACHES FOR THE WOODEN GIRDER ONLY A FEW FEET FROM THE TOP... SUDDENLY...
HA, HA, HA... EXCELLENT! I PASTED THAT FAKE GIRDER ON IN JUST THE RIGHT PLACE!

SO... YOU BROKE YOUR FALL... I WAS AFRAID OF THAT... SO I HAVE PREPARED ANOTHER LITTLE GIFT FOR YOU...

YES, MY HARDY ANTAGONIST... I'M AWARE OF YOUR DISTASTE FOR THE BRIGHT LIGHTS! I OBSERVED YOU SNOOPING THROUGH MY TELESCOPE!
THEN MY SEARCH IS ENDED! ALL I HAVE TO DO NOW IS BRING YOU IN...

ALL YOU HAVE TO DO IS WORRY ABOUT LIVING... WHA...?!
THAT'S ONE TARGET I COULDN'T MISS!
BUZZZ!

ONE TRAP AFTER ANOTHER FAILS TO HOLD THE FLY AS THE GRIM LIFE AND DEATH GAME GOES ON... FINALLY, THE FLY REACHES THE TOWER... BUT HIS ORDEAL IS FAR FROM OVER...

STEP INTO MY PARLOR, SAID THE *SPIDER* TO THE *FLY*... HA, HA, HA, HA!

"THANKS FOR THE INVITATION," SAID THE FLY TO THE SPIDER!

ALLOW ME TO RETURN YOUR HOSPITALITY!

A GOOD HOST ALWAYS SERVES THE LAST TREAT!

AS THE FLY FALLS INTO THE HANGING NET, SPIDER PULLS A CORD, AND...

STRUGGLE, MISTER FLY... THE MORE YOU STRUGGLE, THE MORE DEEPLY INVOLVED YOU GET IN THE COMPLEX TIES OF MY WEB!!

THE COLORFUL CAREER OF THE FLY SEEMS SHORT-LIVED INDEED, AS HIS STRUGGLING CEASES IN OBVIOUS EXHAUSTION... ONLY THEN DOES THE SPIDER DARE TO APPROACH HIM...

I'M AFRAID I'LL HAVE TO SUSPEND YOU IN MID-AIR, MISTER FLY! IF YOU'RE LUCKY YOUR FRIENDS WILL FIND YOU... *IF* THEY CAN GET TO YOU...

MEANWHILE, I'LL BE WELL ON MY WAY TO SOUTH AMERICA... TO SPEND MY NEW FORTUNE WITHOUT HAVING TO SPLIT IT WITH THAT LOUT, BRUISER! NOW, FLY RIGHT, AS THEY SAY! HA, HA, HA!

AS SPIDER ATTEMPTS TO PUSH HIS VICTIM THROUGH THE TRAP DOOR, ***THE FLY*** SUMMONS HIS LAST OUNCE OF STRENGTH TO LASH OUT AT HIS CAPTOR!

AH... THIS FISHERMAN'S KNIFE... GOOD OF YOU TO KEEP IT HANDY FOR EMERGENCIES SUCH AS THIS!

AND MOMENTS LATER...

YOU JUST HANG AROUND UNTIL THE LAW GETS HERE! I'M SURE YOU'LL FIND THE POLICE TRAP FASCINATING! GOODBYE, MISTER SPIDER!

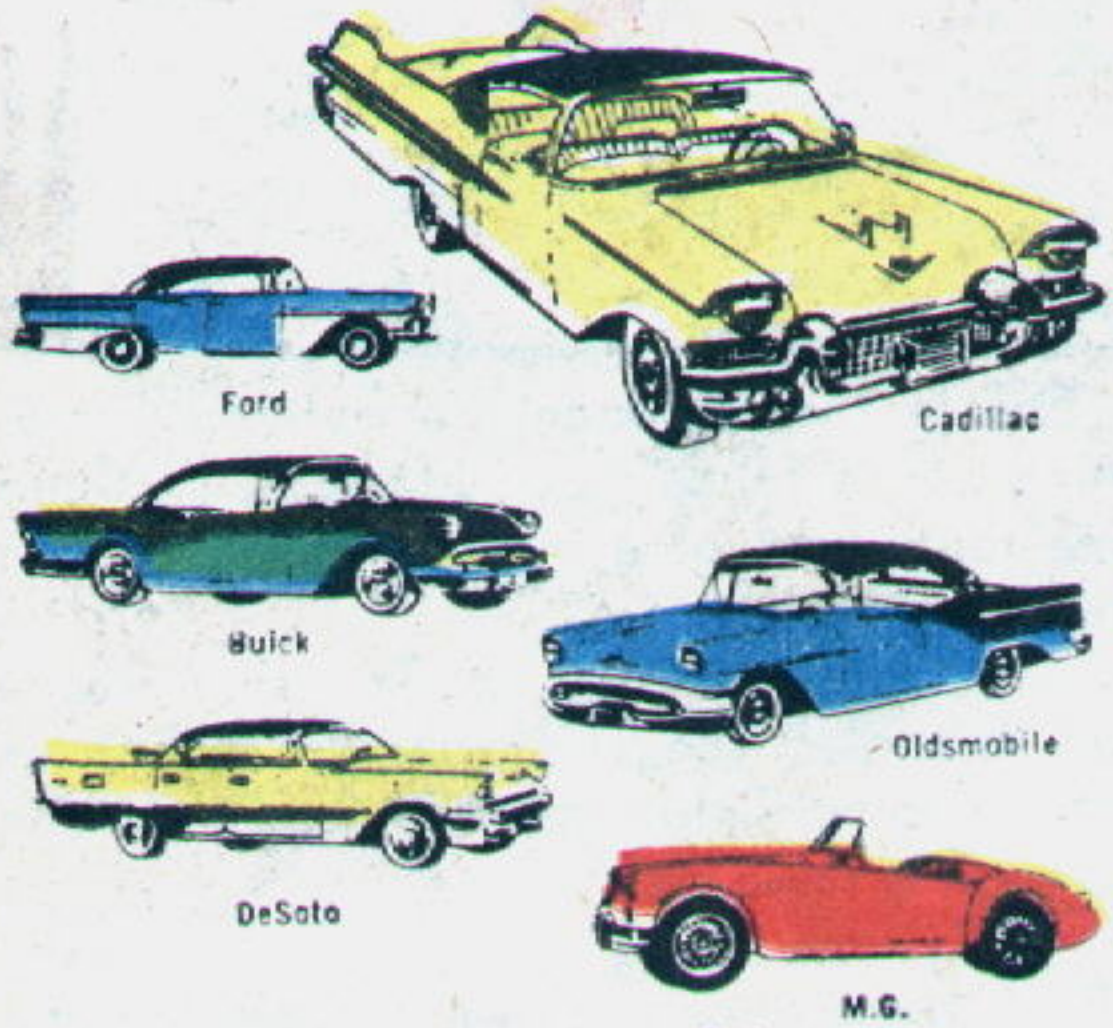
IT *IS* EVENING WHEN THE FLY FINALLY RETURNS TO THE WOODSHED OF THE MARCH HOME...

MISTER MARCH SHOULD BE LOOKING FOR TOMMY TROY SOON... WHICH GIVES ME JUST A COUPLE OF MINUTES TO GET THAT WOOD CHOPPED!

40 FOREIGN AND AMERICAN CARS

$1 ONLY

Each Car Marked Clearly With Its Own Name!



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ORDER NOW! Send only $1.00 for each collection of 40 cars. Add 25c for postage and handling for each set.

MAIL TODAY FOR PROMPT DELIVERY!

SPORT CARS, DEPT. H-28
11 E. 47 St., N. Y. 17, N. Y.
Gentlemen:

I can't wait to see if these model cars are all you say they are. Enclosed please find $..... in check ☐, money order ☐, cash ☐, for ..... sets of MODEL CARS each at $1 plus 25c for postage and handling per set. If I am disappointed in the slightest, I will send them back to you for refund as per your guarantee. (Sorry, No. C.O.D.'s)

Name .....

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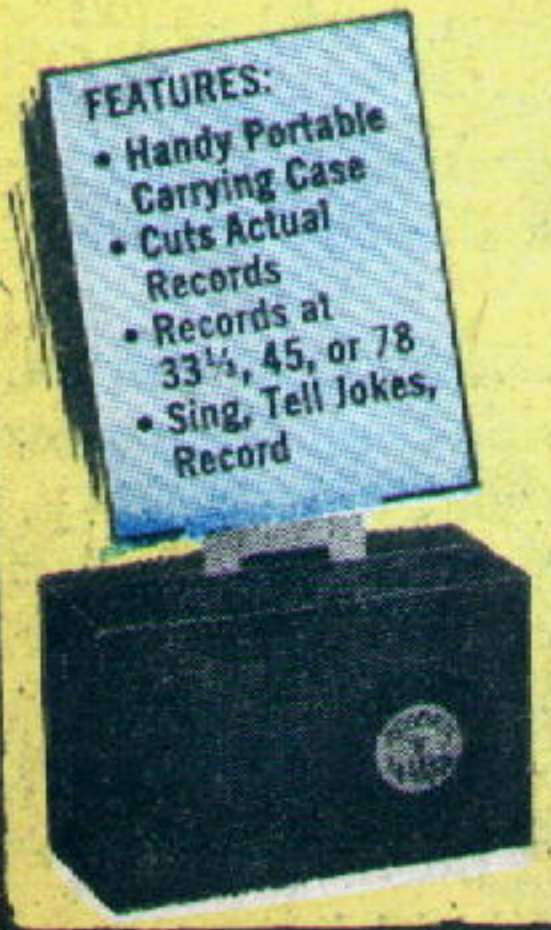

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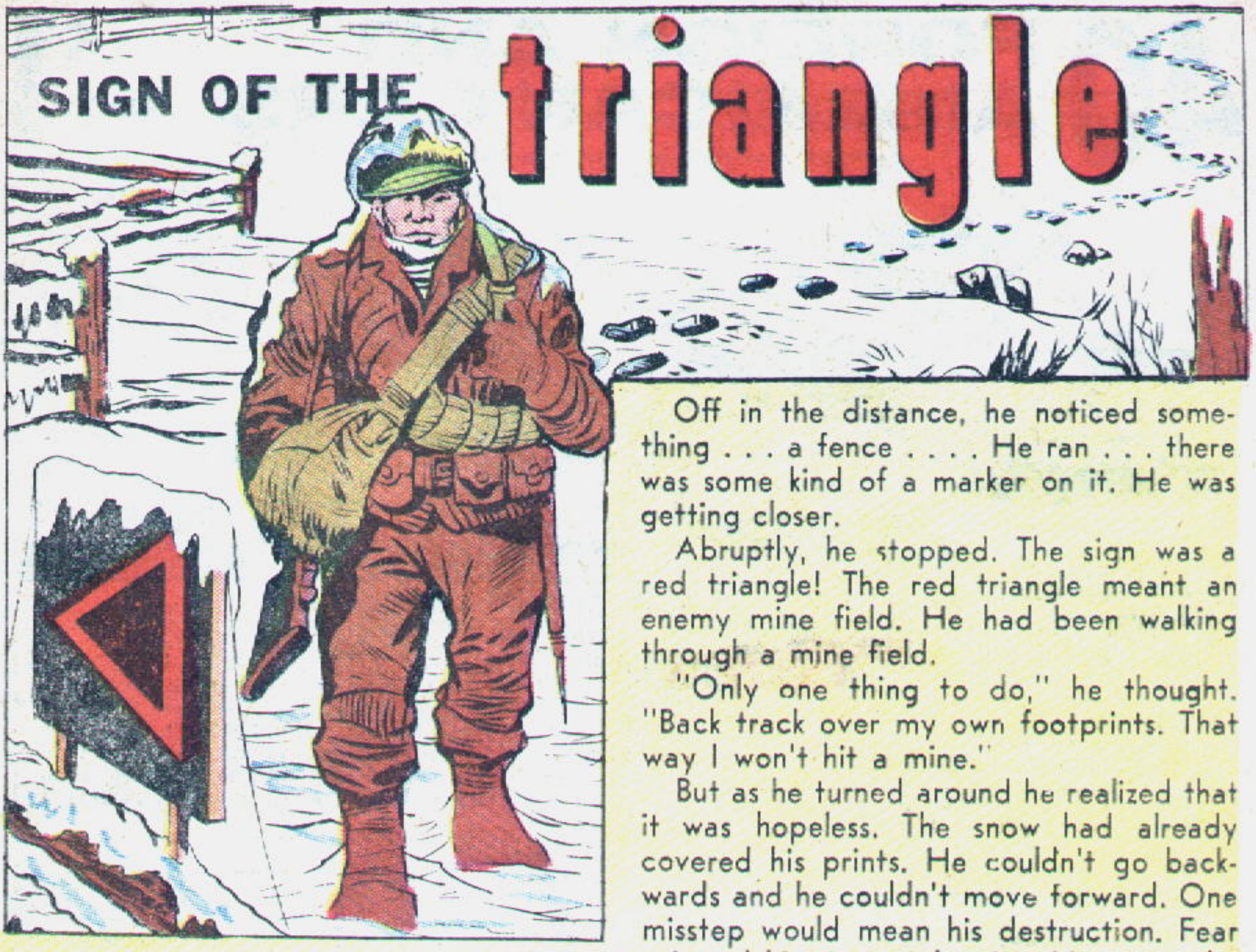
Rush my Voice Recorder at once. If I am not 100% delighted after 10 day free trial, I may return the merchandise for prompt refund of full purchase price.

☐ I enclose $6.98 plus 45¢ shipping charges.
☐ Send C.O.D. I will pay postman on delivery plus shipping charges.

Name.....

Address.....

SIGN OF THE triangle



Private Peewee struggled through the knee deep snow. He had never been so weary, so tired of anything as this Berlin winter. . . . His eyes stared ahead at the blanket of white, searching for a familiar sign.

A Southern boy, Peewee had always hated the cold weather, and the sight of snow had panicked him before he joined up. But Private Peewee comforted himself with the thought of the warm gulf breezes of the Florida Keys when his hitch was up.

Suddenly, his mind snapped back to reality. In his daydreaming, he had lost contact with his squad. He looked for footprints but the driving winds and steady snowfall had covered the tracks.

He didn't know how long he had been separated from his buddies. They might be just over the hill or miles away. He shouted and began to run frantically.

It was no use. There was nobody within earshot, and in his anxiety he had gotten hopelessly lost.

Walk. . . . He had to keep walking. If he got sleepy he knew he'd be finished.

Off in the distance, he noticed something . . . a fence . . . . He ran . . . there was some kind of a marker on it. He was getting closer.

Abruptly, he stopped. The sign was a red triangle! The red triangle meant an enemy mine field. He had been walking through a mine field.

"Only one thing to do," he thought. "Back track over my own footprints. That way I won't hit a mine."

But as he turned around he realized that it was hopeless. The snow had already covered his prints. He couldn't go backwards and he couldn't move forward. One misstep would mean his destruction. Fear gripped him in a tight vise. He spent the next few hours calling for help. It was no use.

The horrible thought struck home. He could freeze to death while waiting for help.

"Oh, no. . . . Anything is better than freezing," he cried. . . . "I've got to take a chance."

His heart pounding, he ran—back where he had come from—away from that fearful fence. It was a miracle, he thought, that he made it at all.

His luck seemed to change. By nightfall, it was a relieved, thankful Peewee who confided to Private Lancelot Strong before the potbellied stove in the company barracks.

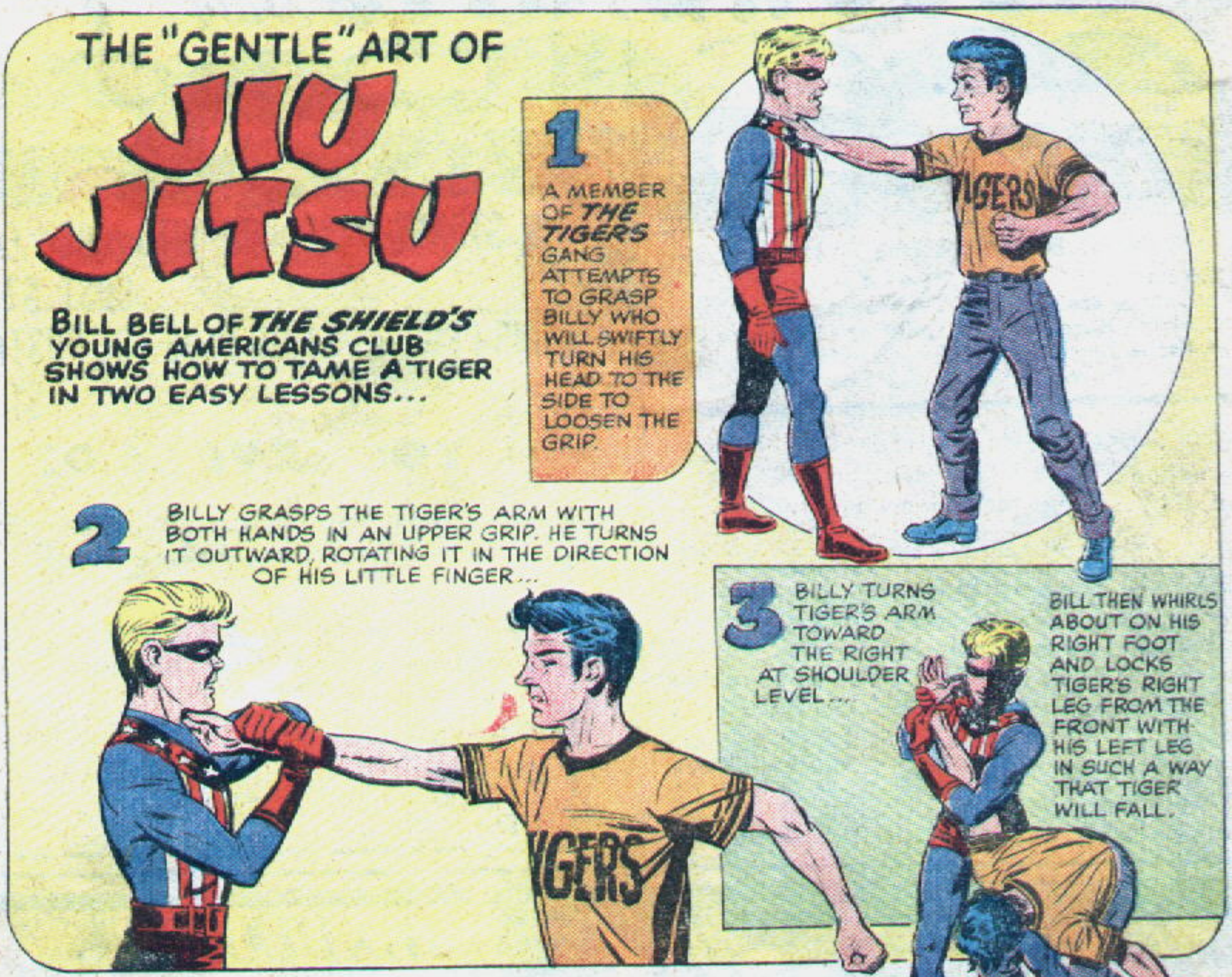
"But, Peewee," Lancelot protested, "There are no mine fields here. They were all removed after the war."

"What about the triangle signs," asked Peewee.

"The triangles?" repeated Lancelot. . . . "Why, they're used to point the way back to this camp . . . just in case any daydreaming G.I.'s get lost." . . .

THE "GENTLE" ART OF JIU JITSU

BILL BELL OF *THE SHIELD'S* YOUNG AMERICANS CLUB SHOWS HOW TO TAME A TIGER IN TWO EASY LESSONS...



LESSON NUMBER TWO...
TO RELEASE HIMSELF FROM TIGER'S HOLD, BILLY MUST QUICKLY APPLY A COUNTERACTING GRIP...

BILLY BRINGS HIS LEFT ARM FROM THE REAR OVER TIGER'S RIGHT SHOULDER AND APPLIES THE CHIN GRIP AS ILLUSTRATED.

AT THE SAME TIME, BILLY LIFTS TIGER'S RIGHT LEG HIGH ABOVE THE GROUND BY THRUSTING HIS RIGHT ARM UNDER TIGER'S KNEE.

TIGER LOSES HIS BALANCE AND BILLY TOPPLES HIM—TIGER'S LEG IS THEN USED AS A LEVER OVER BILLY'S THIGH TO PREVENT A FURTHER ATTACK.

8 RECORD HITS Only $1.00

HERE ARE THE TITLES

1. Venus
2. Charlie Brown
3. Alvin's Harmonica
4. Petite Fleur
5. Peter Gunn
6. I've Had It
7. Children's Marching Song
8. I got a wife

In Your Choice of 45 RPM or 78 RPM

IN STORES 8 RECORD HITS @ 89c EACH
COST $7.12
OUR PRICE AT $1.00 PLUS 10c POSTAGE
$1.10

YOU SAVE $6.02

MONEY BACK GUARANTEE. They must be the nation's top 8 hits. I must be 100% satisfied, or I may return them for my full $1.00 refund.

NOW YOU GET THE NATION'S TOP 8 RECORD HITS for only $1.00 plus 10c postage. We do it by a revolutionary new process that puts 4 songs on each side of a record. So you get the HITS you want instead of an unwanted song or an unknown song on the back of a record.

NOTE: These were the 8 Top Tunes at the time this magazine went to press. You will receive the 8 that are on top of the HIT PARADE when you order.

Best Values, Dept. 242 403 Market St., Newark, N.J.

BEST VALUES CO., Dept. 242
403 Market St., Newark, N. J.

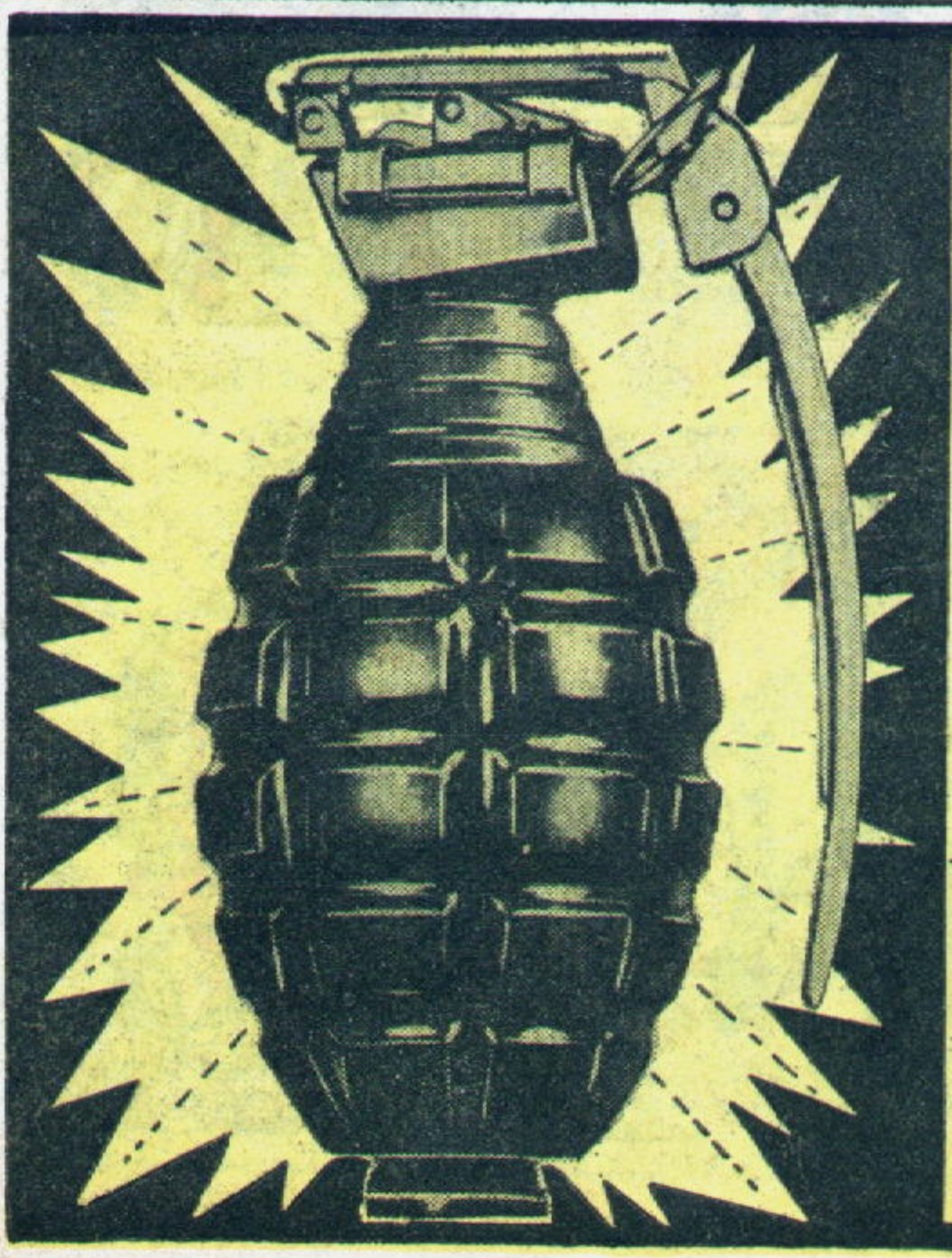
☐ send 45 rmp
☐ send 78 rmp

Send the 8 RECORD HITS. I enclose $1.00 plus 10c postage and handling. My money will be refunded if not satisfied.

NAME.....

ADDRESS.....

CITY..... STATE.....



EXPLODING ARMY HAND GRENADE

EXACT REPLICA **only $1.00**

Here's real battle authenticity. This menacing hand grenade looks and works just like a real one. All you do is pull the pin, wait 4 seconds, throw the grenade, and watch the fun as it explodes automatically. It's completely harmless, but the explosion it makes can be heard for a block. Really scatters the gang when you throw this baby in their midst. It sure looks and sounds real. Can't break. Can be exploded over and over again. Heavy gauge steel firing mechanism. Only $1 plus 25¢ shipping charges. USES STANDARD CAPS.

10 DAY FREE TRIAL

Don't delay! Order now! If not 100% delighted simply return for prompt refund of full purchase price.

MONEY BACK GUARANTEE

HONOR HOUSE PRODUCTS CORP. DEPT. HG 76
LYNBROOK, NEW YORK

Rush me my exploding Hand Grenade at once. If I am not 100% delighted, I may return after 10 Day Free Trial for prompt refund of purchase price.

☐ I enclosed $1 plus 25¢ shipping charges.
☐ Send C.O.D. I will pay postman on delivery & C.O.D. & shipping.

Name.....

Address.....

THE SEARCH

A SHORT FEATURE WITH A BIG PUNCH!

I'M LOOKING FOR THE MAN IN THIS PHOTO, SOLDIER ... I UNDERSTAND HE'S BEEN SEEN AROUND THIS CAMP...

CAMP SHERMAN

HAVEN'T SEEN HIM, STRANGER-- YOU MIGHT TRY THE GENERAL'S DAUGHTER!

LATER...

NO-- BUT HE'LL BE AROUND AGAIN-- WHEN *TROUBLE* COMES! --AND I JUST CAN'T WAIT! (SIGH)

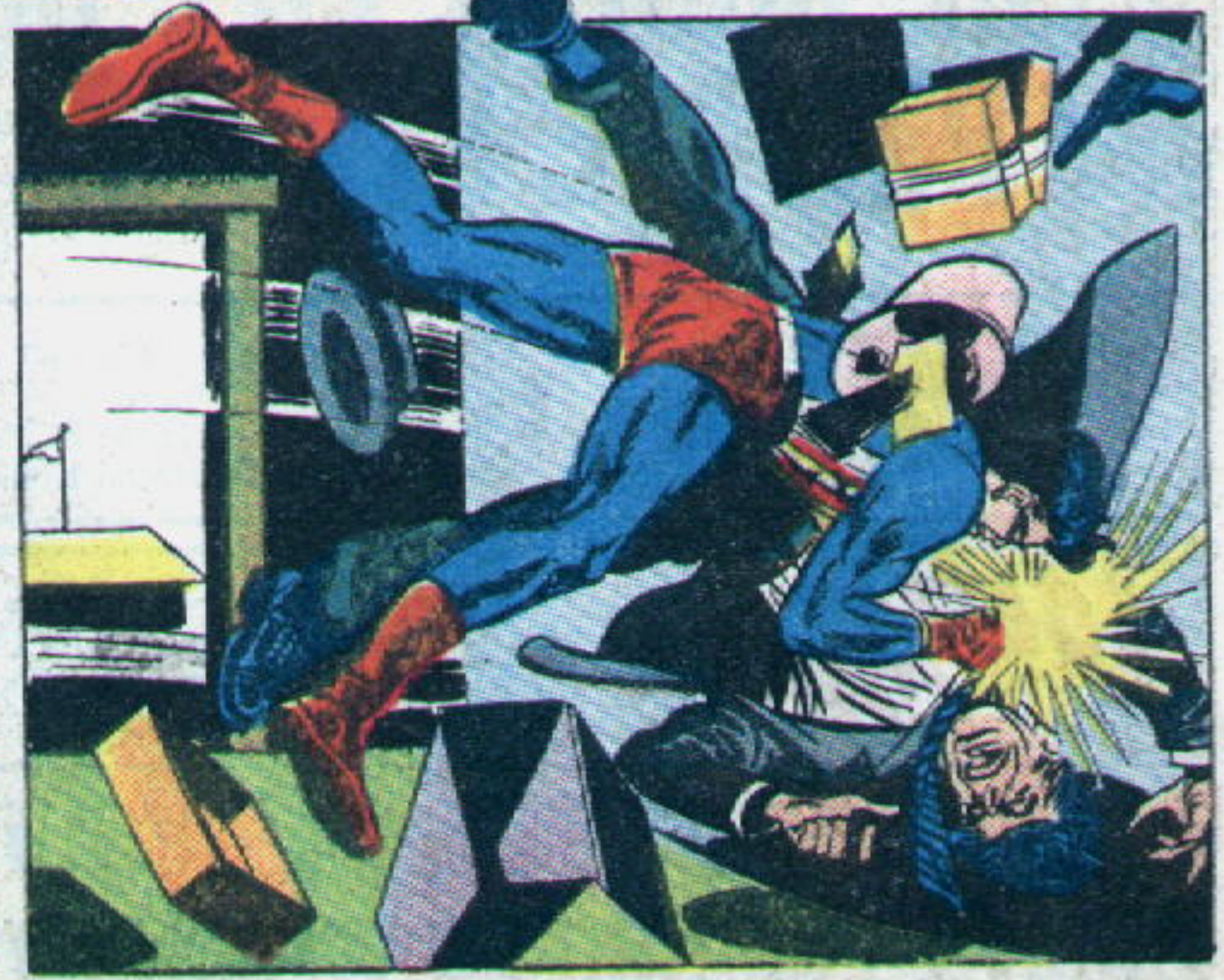
LATER...

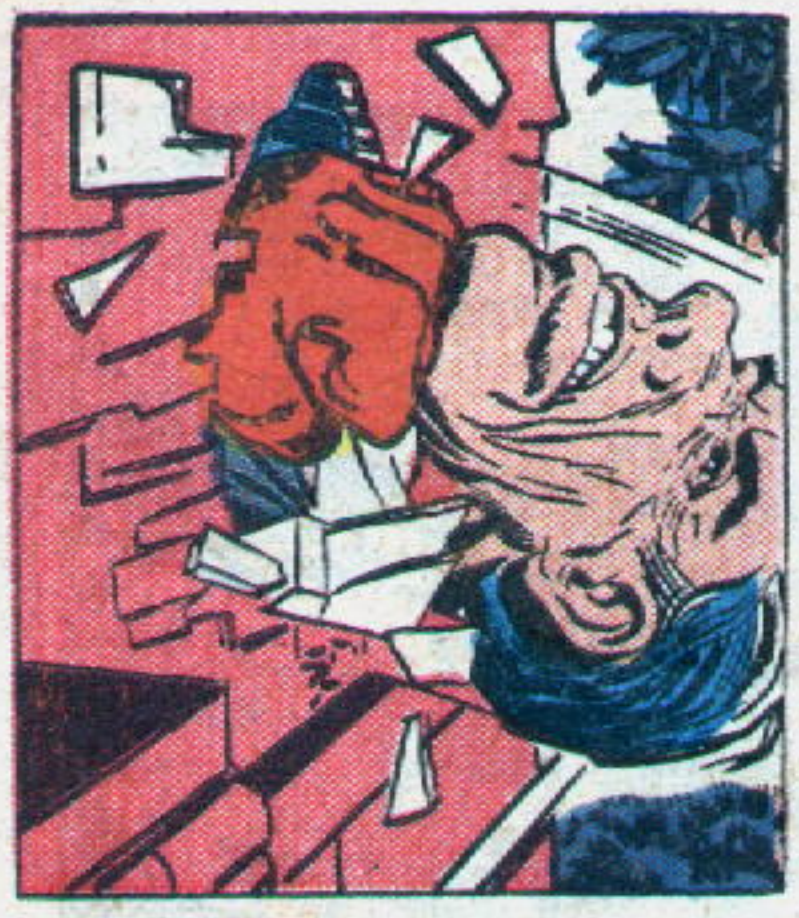
HE POPS UP NOW AND THEN, STRANGER... WHEN HE'S NEEDED! WE DON'T KNOW WHO HE IS AND WHERE HE COMES FROM--

AND WHEN HE COMES, IT'S AS IF AN ATOM BOMB HAD BEEN SET OFF--!

THEY CALL HIM THE SHIELD! I'VE GOT TO FIND HIM-- FAST! I HAVE A TIP THAT A SUPER SPY IS AFTER A SECRET MISSILE-TRIGGER IN THIS CAMP!

YOUR INFORMATION IS CORRECT, MISTER! OUT OF MY WAY!





TROUBLE? THE SHIELD THRIVES ON TROUBLE... AS ANYONE CAN SEE... ANYONE LUCKY ENOUGH TO HAVE READ THE FIRST ISSUE OF....

THE DOUBLE LIFE OF PRIVATE STRONG

NOW ON SALE!

ASK YOUR NEWSDEALER TO RESERVE YOUR COPY OF THE NEXT BIG ISSUE!

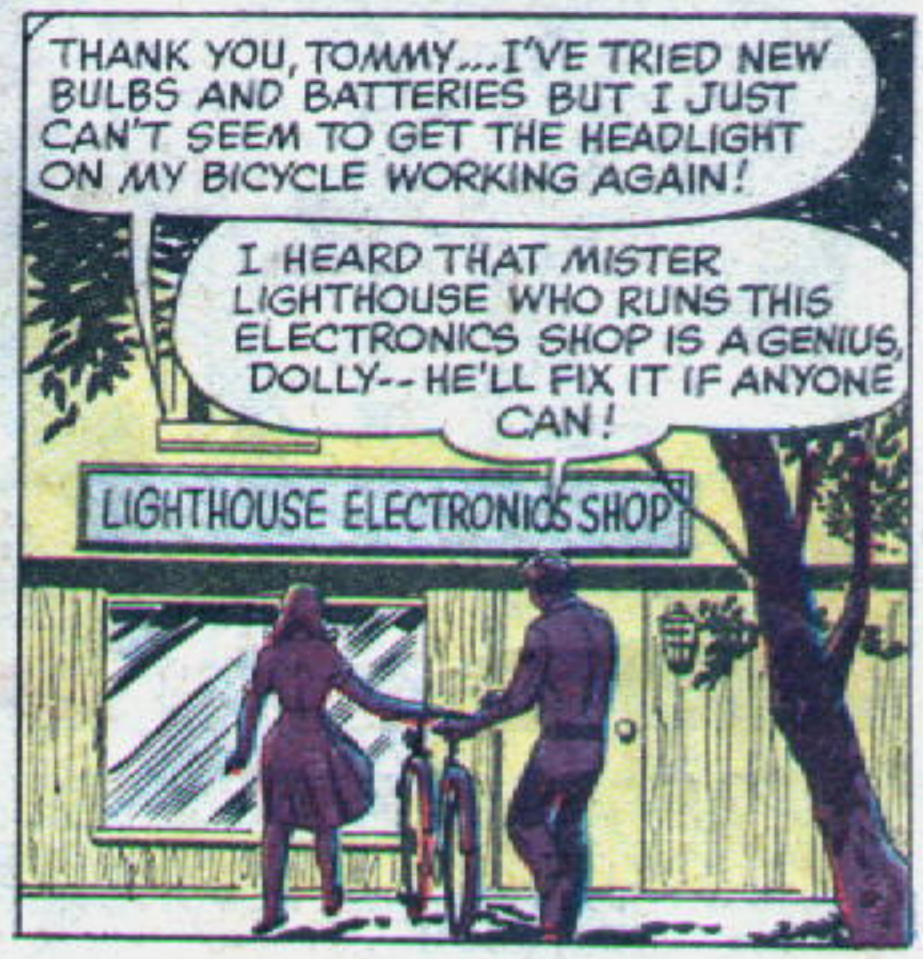
YOU'LL THRILL TO THE MILD MANNERED ARMY PRIVATE WHO PACKS THE POWER OF AN ATOM BOMB BENEATH HIS KHAKI UNIFORM!

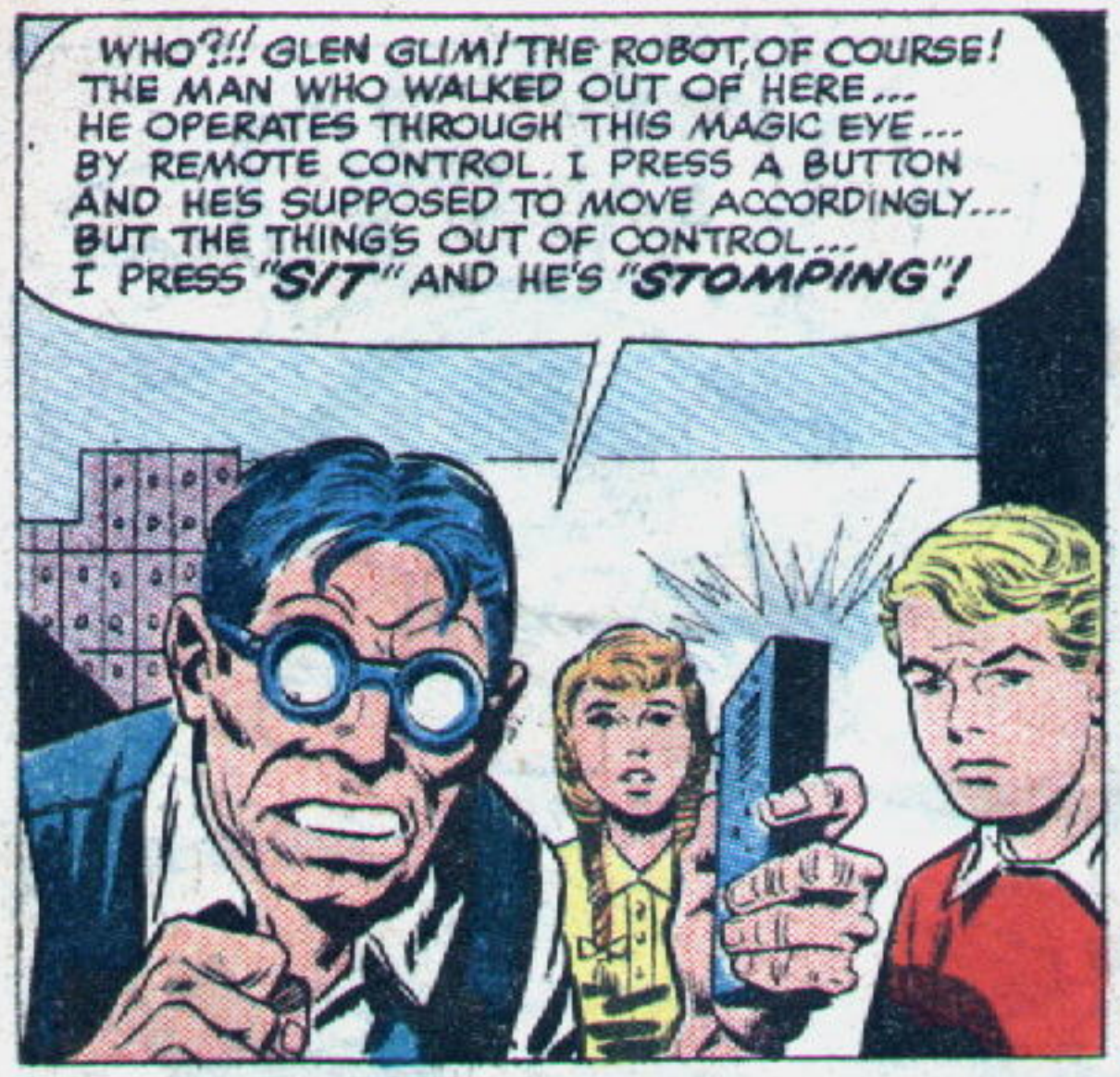
YOU'LL CHEER AS THE SHIELD BLASTS INTO SPLIT SECOND ACTION IN HIS BATTLE AGAINST OUR NATION'S ENEMIES!!!

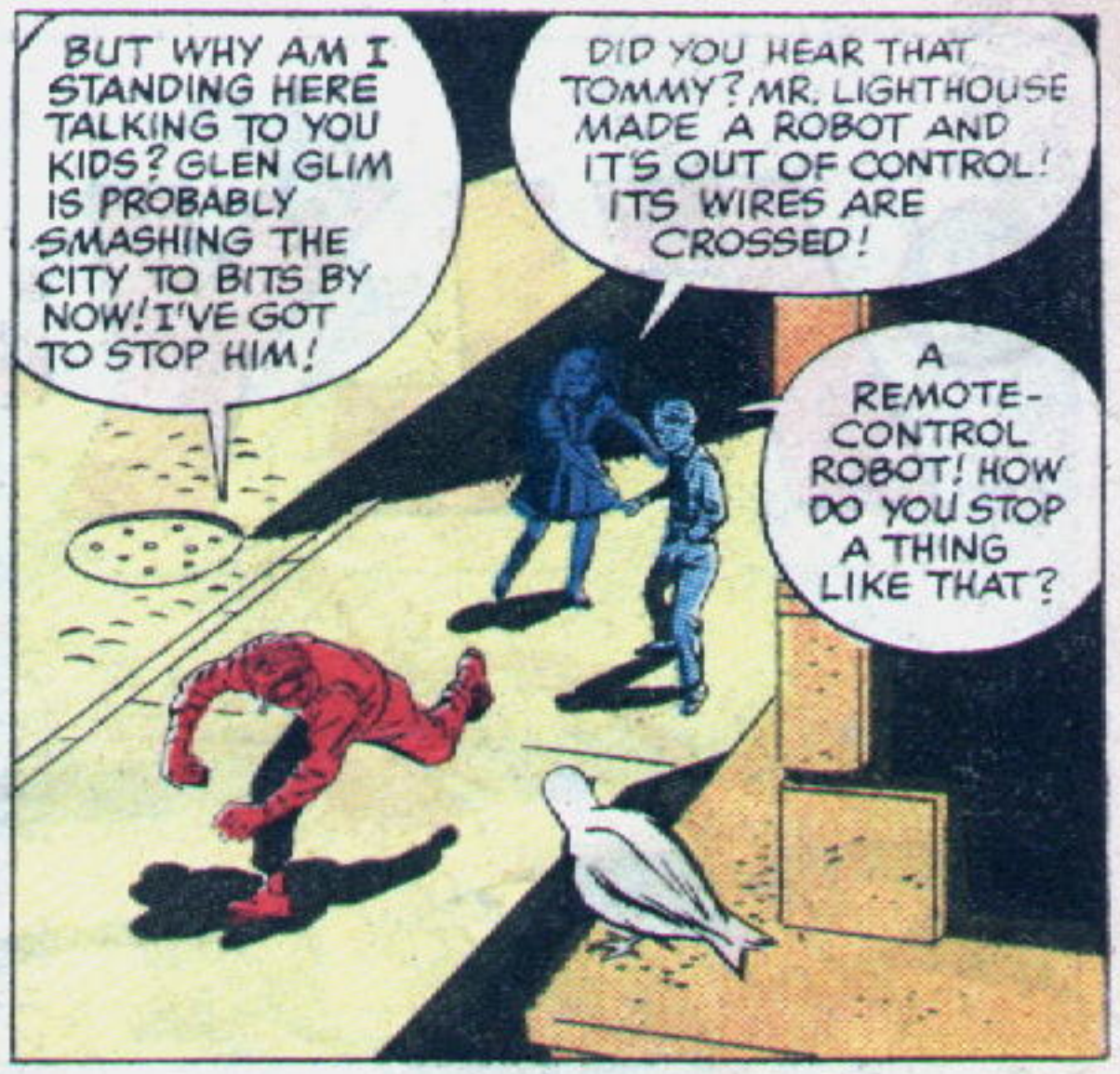
IN A BLAZE OF RED, WHITE AND BLUE COMES THE SHIELD WITH ADVENTURE FOR YOU!!

THE FLY in MAGIC EYE

HARDWARE



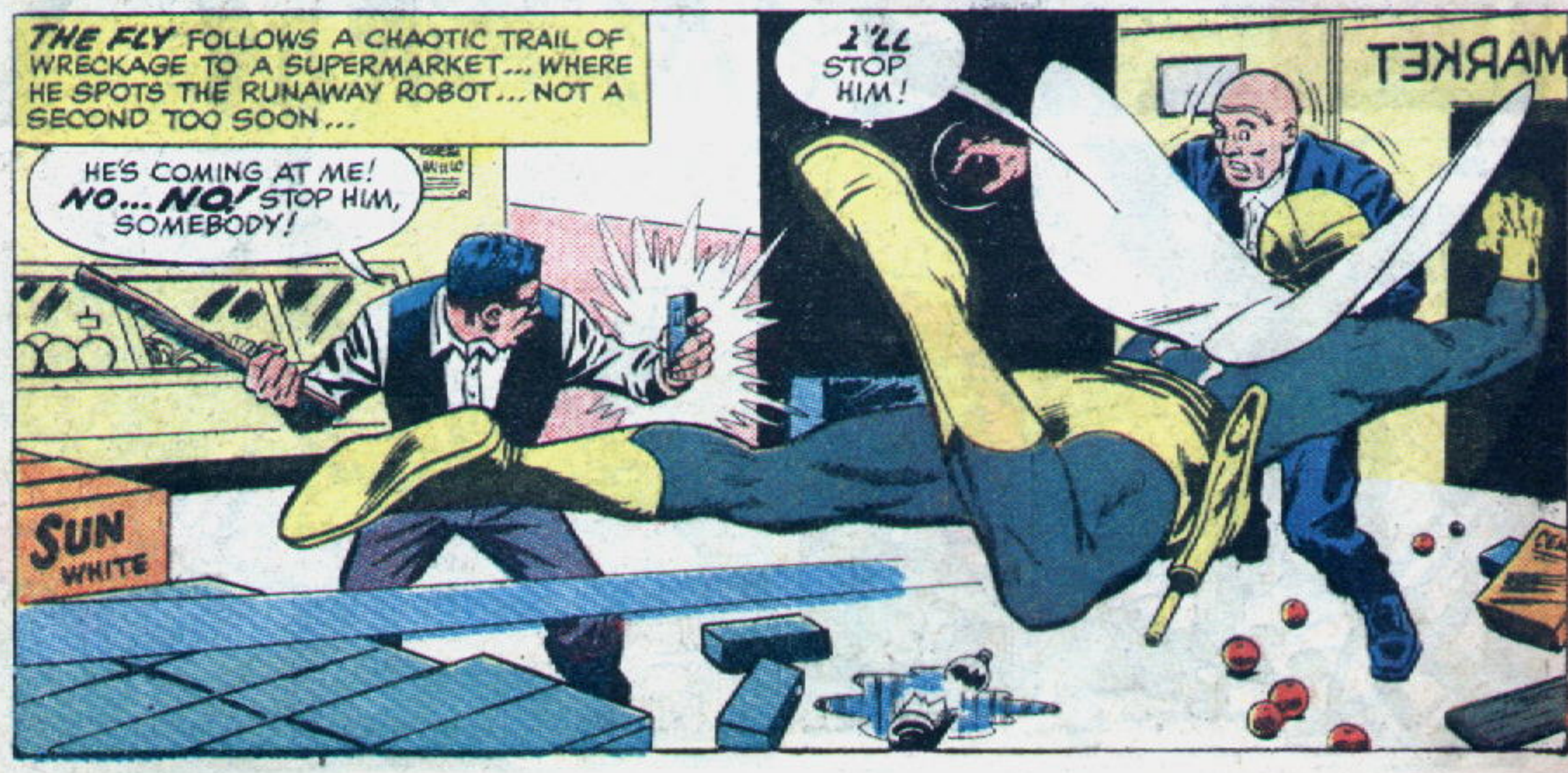

WHO?!! GLEN GLIM! THE ROBOT, OF COURSE! THE MAN WHO WALKED OUT OF HERE... HE OPERATES THROUGH THIS MAGIC EYE... BY REMOTE CONTROL. I PRESS A BUTTON AND HE'S SUPPOSED TO MOVE ACCORDINGLY... BUT THE THING'S OUT OF CONTROL... I PRESS "SIT" AND HE'S "STOMPING"!

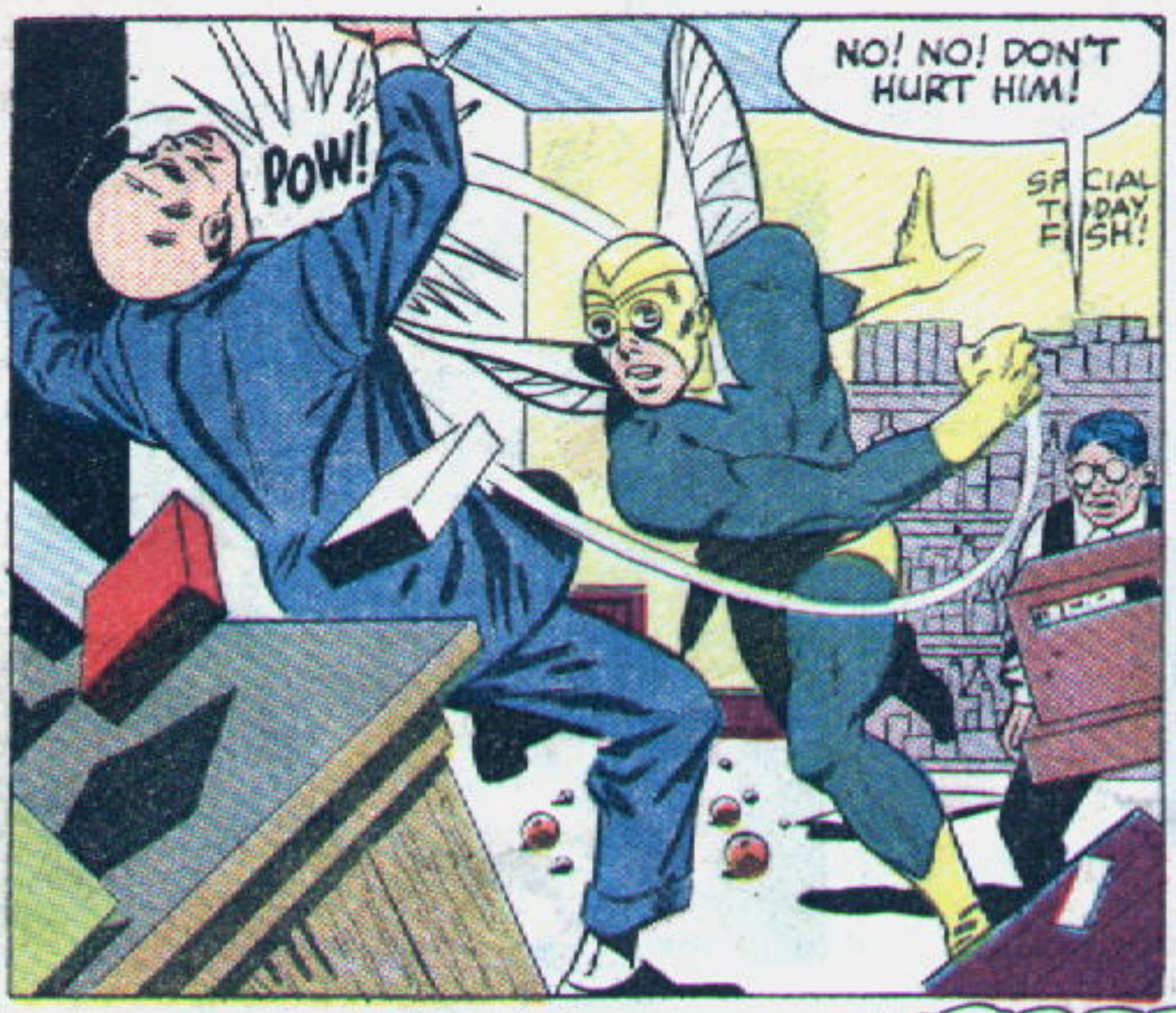

BUT WHY AM I STANDING HERE TALKING TO YOU KIDS? GLEN GLIM IS PROBABLY SMASHING THE CITY TO BITS BY NOW! I'VE GOT TO STOP HIM!
DID YOU HEAR THAT TOMMY? MR. LIGHTHOUSE MADE A ROBOT AND IT'S OUT OF CONTROL! ITS WIRES ARE CROSSED!
A REMOTE-CONTROL ROBOT! HOW DO YOU STOP A THING LIKE THAT?

OH, TOMMY, THERE GOES THAT FRIGHTENED LOOK IN YOUR EYES AGAIN... IF ONLY THE FLY WERE HERE... WHY ARE YOU LOOKING AT YOUR RING AT A TIME LIKE THIS?

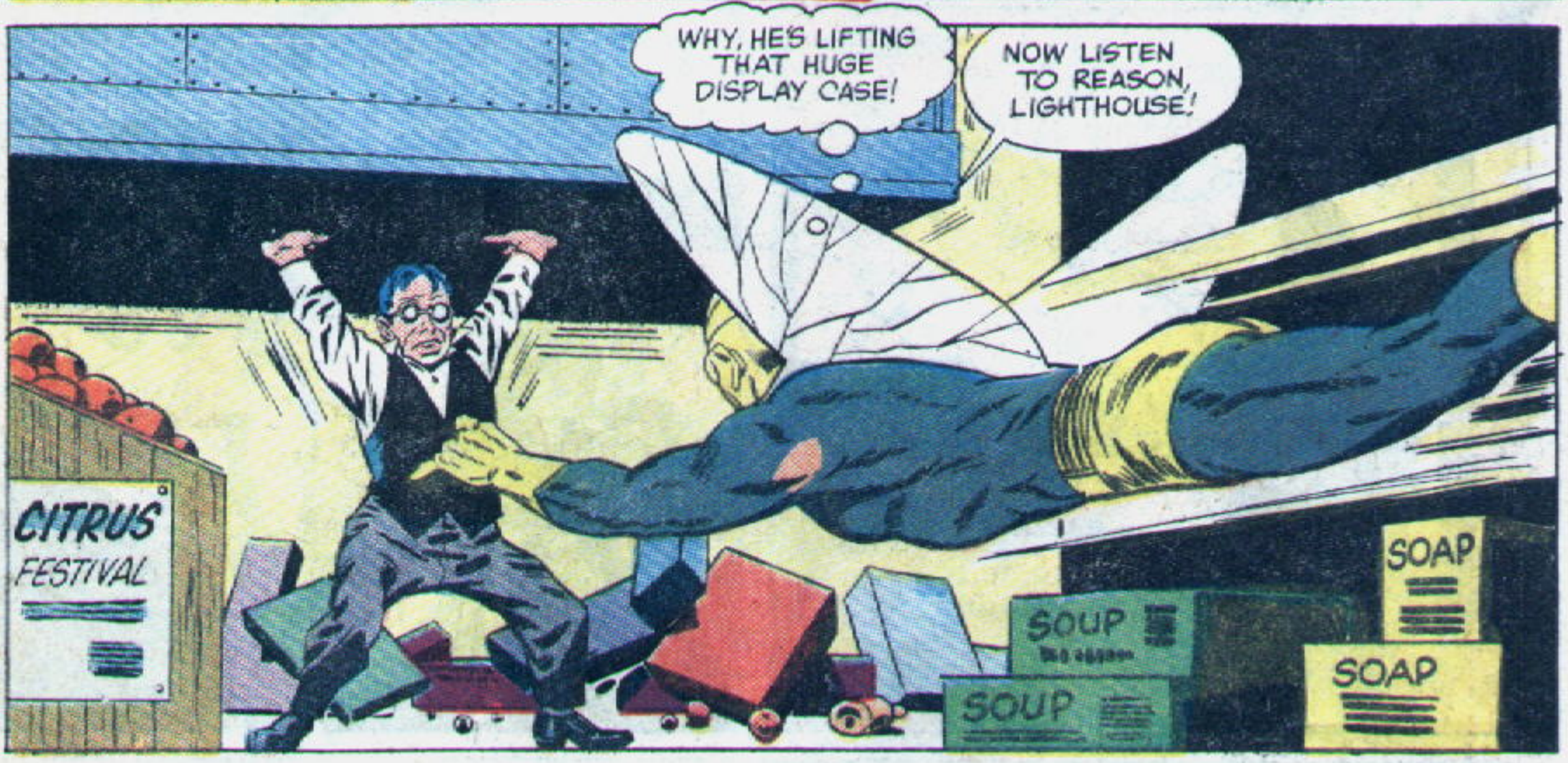
BUT EVEN AS DOLLY TURNS TO TALK TO TOMMY, HE IS SOMEWHERE ELSE... IN AN ALLEYWAY, WHERE...

...AND IN A SPLIT SECOND...
IT'S STARTED ALREADY... THE ROBOT IS RUNNING AMOK!

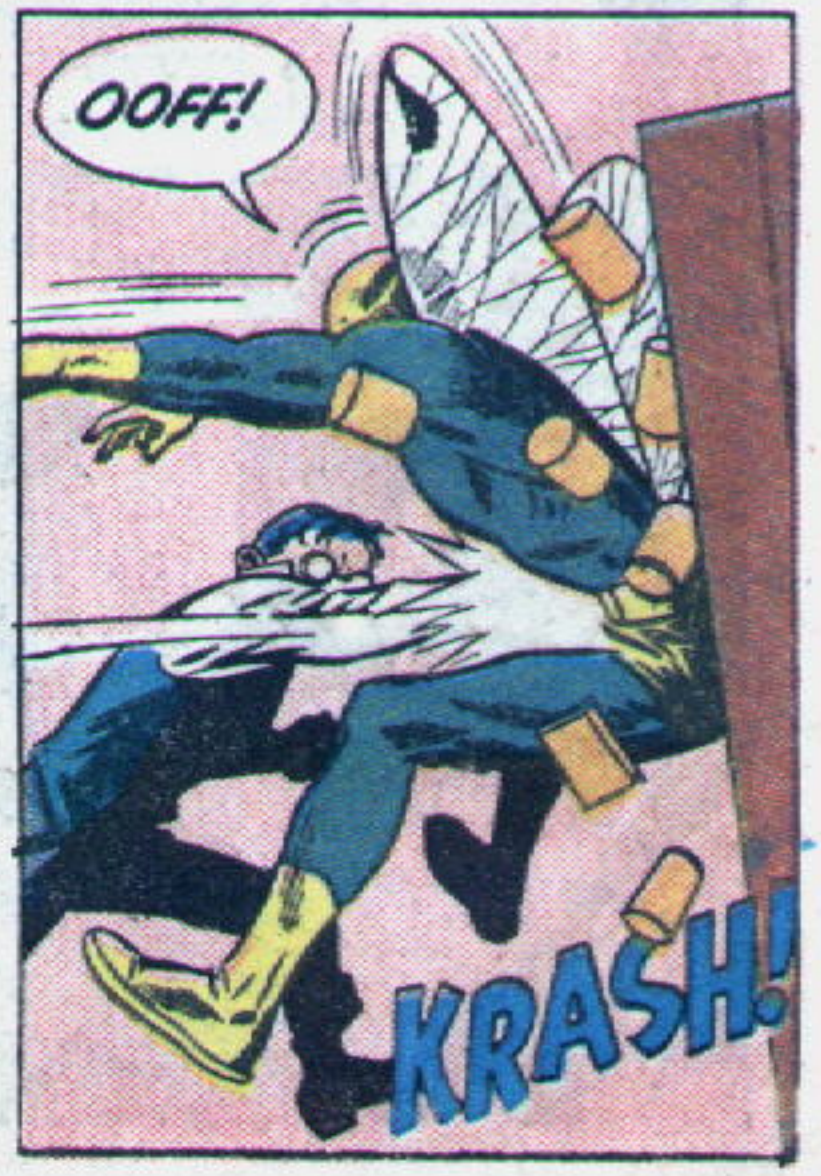

THE FLY FOLLOWS A CHAOTIC TRAIL OF WRECKAGE TO A SUPERMARKET... WHERE HE SPOTS THE RUNAWAY ROBOT... NOT A SECOND TOO SOON...
HE'S COMING AT ME! NO... NO! STOP HIM, SOMEBODY!
I'LL STOP HIM!
SUN WHITE
MARKET


POW!
NO! NO! DON'T HURT HIM!

I WARNED YOU!
HEY!
HOW DID THIS LITTLE GUY LIFT THAT CASH REGISTER? IT MUST WEIGH TWO HUNDRED POUNDS!
CRASH


WHY, HE'S LIFTING THAT HUGE DISPLAY CASE!
NOW LISTEN TO REASON, LIGHTHOUSE!
CITRUS FESTIVAL
SOUP
SOUP
SOAP
SOAP

BUT THE STURDY LITTLE MAN CONTINUES HIS MYSTIFYING ATTACK-- AND THE FLY IS FORCED TO FIGHT BACK.
OUCH! WHAT'S THAT GUY'S CHIN MADE OF, STEEL?


OOFF!
KRASH!

MYSTIFIED...AND HUMILIATED, THE FLY IS TAKING A FEARFUL PASTING FROM THE LITTLE MAN, WHEN...

THE REMOTE CONTROL GADGET... HMMM...I WONDER??

THIS SIDE UP

I'LL JUST PRESS THIS "OFF" BUTTON AND...

WHY, LIGHTHOUSE SEEMED TO HAVE STALLED!

SO, YOU STOPPED HIM! THANK GOODNESS...THAT LITTLE ROBOT IS PACKED WITH ENOUGH POWER TO WRECK THE CITY!

ROBOT? *HIM?*... BUT I THOUGHT *YOU*...

GOODNESS, NO! I'M LIGHTHOUSE, THE ELECTRONICS GENIUS... THAT'S GLEN GLIM, THE ROBOT I BUILT!

BLEACH

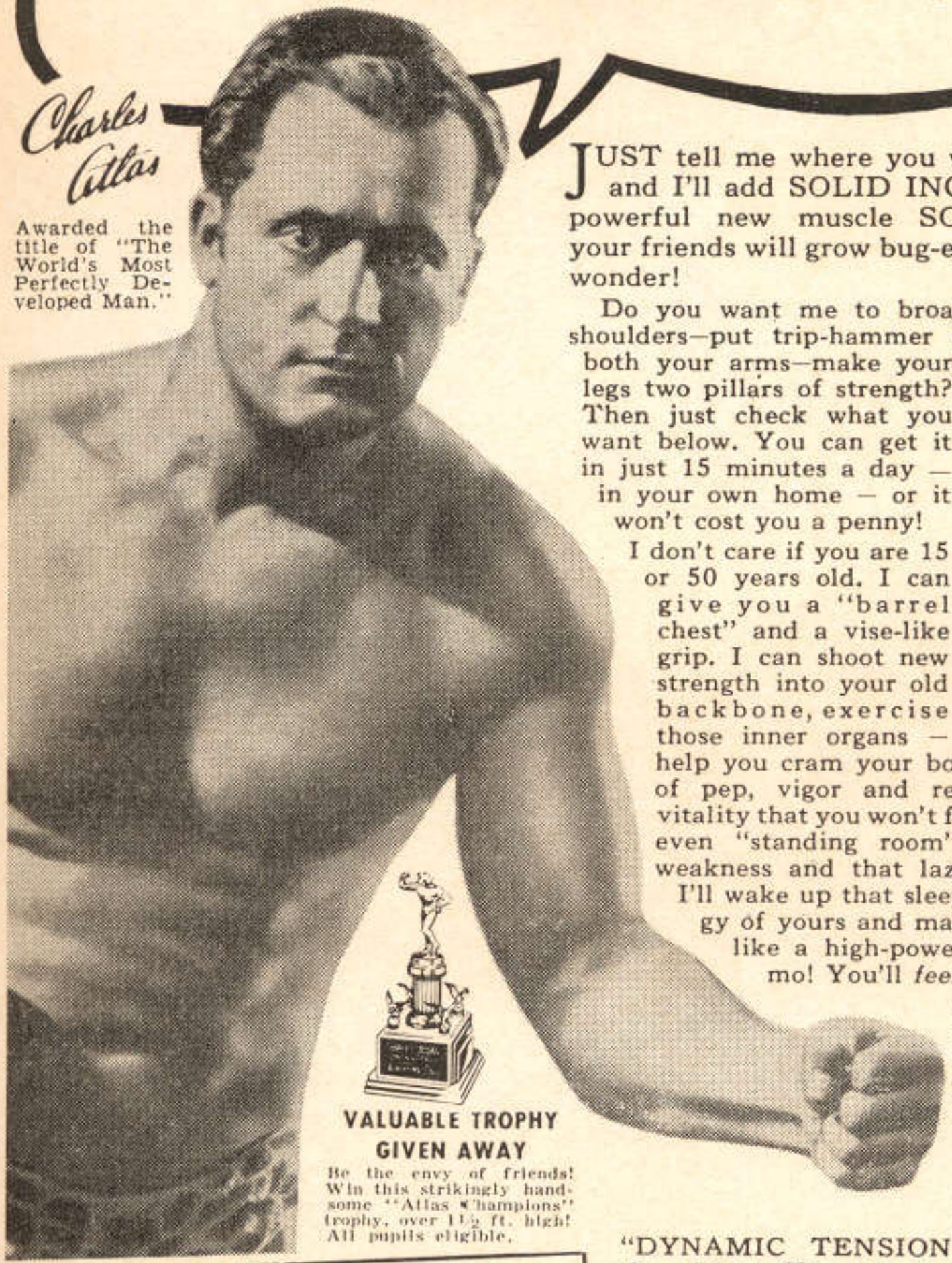
ONLY WHEN HE OVERPOWERED ME AND TOOK THE REMOTE CONTROL PANEL AWAY FROM ME I WAS SO DAZED I DIDN'T KNOW *WHO* I WAS... BY THE WAY, WHO ARE *YOU?*

TOMMY TR- I MEAN THE-- I'M GETTING CONFUSED MYSELF!

BUT NEVER FEAR--OUR HERO WILL *FLY RIGHT* --IN THE NEXT POWER-PACKED ISSUE-- SO JOIN TOMMY TROY, DOLLY--AND PERHAPS *SPIDER*--IN ADVENTURES OF *THE FLY*, NUMBER 2...

Check the Kind of Body YOU Want! RIGHT IN THE COUPON BELOW

...and See How EASILY You Can Have It!



Charles Atlas

Awarded the title of "The World's Most Perfectly Developed Man."

JUST tell me where you want it—and I'll add SOLID INCHES of powerful new muscle SO FAST your friends will grow bug-eyed with wonder!

Do you want me to broaden your shoulders—put trip-hammer power in both your arms—make your legs two pillars of strength? Then just check what you want below. You can get it in just 15 minutes a day — in your own home — or it won't cost you a penny!

I don't care if you are 15 or 50 years old. I can give you a "barrel chest" and a vise-like grip. I can shoot new strength into your old backbone, exercise those inner organs — help you cram your body so full of pep, vigor and red-blooded vitality that you won't feel there's even "standing room" left for weakness and that lazy feeling.

I'll wake up that sleeping energy of yours and make it hum like a high-powered dynamo! You'll *feel* and *look* different. Man, you'll begin to LIVE!

VALUABLE TROPHY GIVEN AWAY

Be the envy of friends! Win this strikingly handsome "Atlas Champions" trophy, over 11½ ft. high! All pupils eligible.

ARE YOU

- Skinny, Weak and run down?
- Always tired?
- Nervous?
- Lacking in confidence?
- Lacking in vim and vitality?
- Fat and flabby?
- Do you want to lose or gain weight?

WHAT TO DO ABOUT IT is told in my FREE BOOK

WHAT'S MY SECRET?

"DYNAMIC TENSION"! That's the ticket! The identical natural method that I myself developed to change my body from the scrawny, skinny-chested weakling I was at 17 to my present superman physique! Thousands of other fellows are becoming marvelous physical specimens — my way. I give you no gadgets or contraptions to fool with.

When you have learned to develop your strength through *"Dynamic Tension"* you can laugh at the artificial muscle-makers. You simply utilize the DORMANT muscle-power in your own God-given body—watch it increase and multiply double-quick into real solid LIVE MUSCLE.

My method—*"Dynamic Tension"* will turn the trick for you. No theory—so easy! Spend only 15 minutes a day in your own home. From the very start you'll be using my method of *"Dynamic Tension"* almost unconsciously every minute of the day—walking, bending over, even just sitting—to BUILD THE MUSCLE and VITALITY you want. And *you'll* be using the method which many great athletes use for keeping in condition—prize fighters, wrestlers, baseball and football players.

FREE My Valuable Illustrated 32-Page Book. NOT $1.00—NOT 10c—BUT ABSOLUTELY FREE!

SEND NOW for my book telling all about my famous method of *"Dynamic Tension"* and how it works. (Over 3½ MILLION fellows have sent for it already.) It contains 32 pages, packed from cover to cover with actual photographs and valuable advice. Shows what *"Dynamic Tension"* has done for others, answers many vital questions.

This book is a real prize for any fellow who wants a better build. Yet I'll send you a copy absolutely FREE. Just glancing through it may mean the turning point in your whole life! Check the information you want (in the coupon below) and rush it to me personally. **CHARLES ATLAS, Dept. 59E, 115 East 23rd St., N. Y. 10, N. Y.**

Here's The Kind of Results I Get:

"I gained 11 lbs. and 4¼ inches on my chest, 3 inches on my arms."
—Henry Neven, Canada

"I gained 34 lbs. and increased my chest 6 inches!"
—Stanley Lynn, Calif.

"What a difference! Have put 3½ inches on my chest (normal) and 2½ inches expanded."
—F. S., New York

"Gained 29 lbs. When I started your course I weighed only 141. Now I weigh 170."
—T. K., New York

"The benefits are wonderful. The first week my arm increased one inch, my chest two inches."
—E. M., Conn.

"You changed me from a weakling to a real he-man. My chest has gone up 6 inches. I am a solid mass of muscle."
—J. W., Montana

CHARLES ATLAS, Dept. 59E,
115 East 23rd St., New York 10, N. Y.

Dear Charles Atlas: Here's the kind of Body I Want:

(Check as many as you like)

- ☐ More Weight—Solid—in The Right Places
- ☐ Broader Chest and Shoulders
- ☐ More Powerful Arms and Grip
- ☐ Slimmer Waist and Hips
- ☐ More Powerful Leg Muscles
- ☐ Better Sleep, More Energy

Send me absolutely FREE a copy of your famous book showing how "Dynamic Tension" can make me a new man. 32 pages, crammed with photographs, answers to vital health questions, and valuable advice. I understand this book is mine to keep and sending for it does not obligate me in any way.

Name.....Age.....
(Please print or write plainly)

Address.....

City & Zone.....State.....

☐ If under 14 years of age check for Booklet A.

WIN A BIG PRIZE!

CAN YOU NAME

the 6 foreign countries these pictures stand for?

CHECK YOUR 6 CHOICES IN THE COUPON BELOW!

If You Get 6 Right

WE'LL SEND YOU an EXCITING COLLECTION of REAL FOREIGN COINS

YES! ***ABSOLUTELY FREE!*** **Also we'll mail BIG CATALOG showing Bikes, Dolls, Guns, Watches, etc. —— You can get at no cost!**

YOU'LL RECEIVE REAL COINS FROM NATIONS OF THE WORLD, SUCH AS . . . JAPAN, FINLAND

Yes! We'll GIVE you real COINS from strange, far-away lands! Start your own coin collection! Trade with other kids! Simply check on coupon the 6 nations which match the pictures and mail to us. If correct, we'll send you a thrilling collection of REAL FOREIGN COINS. Also, we'll send you BIG FREE CATALOG of wonderful PREMIUMS — Bikes, Wrist Watches, Guns, Dolls and dozens of others — and tell you how to get them *at no cost!* Simply offer White CLOVERINE BRAND SALVE, easily sold to friends, relatives and neighbors at 50c a package, and choose your PREMIUM or CASH COMMISSION. But right now, identify the pictures and get your REAL FOREIGN COIN COLLECTION! Rush coupon today!

It's easy! It's fun! Look over the pictures above and name the 6 nations correctly on coupon . . . Then mail coupon to win your COIN COLLECTION!

WILSON CHEMICAL CO.
Dept. 32F TYRONE, PA.

MAIL COUPON—WIN REAL FOREIGN COINS!

WILSON CHEMICAL CO., Dept. 32F Tyrone, Pa.

Countries shown in pictures are (check 6 only):

- ☐ SPAIN ☐ AUSTRALIA ☐ EGYPT
- ☐ ITALY ☐ CANADA ☐ INDIA
- ☐ JAPAN ☐ HOLLAND ☐ SWITZERLAND

If I'm a winner, rush my FOREIGN COINS and 14 packages of White CLOVERINE BRAND SALVE to sell at 50c a package. I will remit amount asked within 30 days, select a PREMIUM or keep CASH COMMISSION as explained under Premium in Catalog sent with order, postage paid to start.

Name..... Age.....

Street..... RD..... Box.....

Town..... Zone..... State.....

PRINT LAST NAME HERE

Paste coupon on post card or mail in envelope today!